YONDER & BEYOND

ABN 76 149 278 759

(Previously known as Quintessential Resources Limited)

ANNUAL REPORT

30 June 2015

Corporate Directory

Current Directors

Jay Stephenson	*Chairman*	
Shashi Fernando	*Executive Director, Chief Executive Officer (**CEO**)*	(Appointed 17 October 2014)
John Bell	*Executive Director, Chief Financial Officer (**CFO**)*	(Appointed on 20 February 2015)

Company Secretary

Jay Stephenson

Registered Office

Street: Suite 12, Level 1, 11 Ventnor Avenue
WEST PERTH WA 6005
Postal: PO Box 52
WEST PERTH WA 6872
Telephone: +61 (0)8 6141 3500
Facsimile: +61 (0)8 6141 3599
Email: info@yonderbeyond.com
Website: www.yonderbeyond.com

Share Registry

Computershare Investor Services Pty Limited
Level 11, 172 St Georges Terrace
PERTH WA 6000

Telephone: 1300 787 272 (investors within Australia)
Telephone: +61 (0)3 9415 4000

Website: www.computershare.com.au

Securities Exchange

Australian Securities Exchange
ASX Code – YNB

Solicitors to the Company

Steinepreis Paganin
Level 4, The Read Buildings, 16 Milligan Street
PERTH WA 6000

Auditors

Moore Stephens
Level 3, 12 St Georges Terrace
PERTH WA 6000

Corporate Adviser

Wolfstar Group Pty Ltd
Suite 12, Level 1, 11 Ventnor Avenue
WEST PERTH WA 6005

CONTENTS

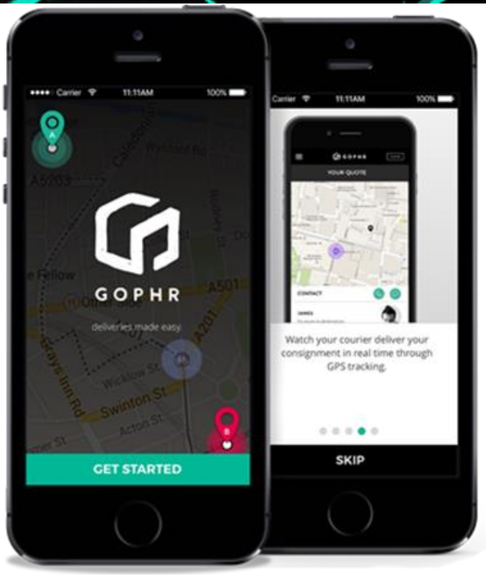
Operations review

Yonder & Beyond Group Ltd (ASX: YNB) (**Y&B** or **the Company**), a portfolio of synergistic technology assets with a focus on mobile businesses, is pleased to provide an update in relation to its operations.

Y&B and its companies have had a solid year, with several products already live and others preparing to launch early in the next quarter.

Y&B expect all companies to experience growth, customer acquisition and revenue by next quarter. This growth will be supplemented by investment into the portfolio companies and Y&B.

(a) Gophr Limited (Gophr) significant growth upon official launch



Gophr is an on-demand courier application, which allows users to book, track and pay for a courier delivery through their smartphone. It has been created to improve experiences for both customers and couriers alike. Gophr successfully launched to the public in May after completing its live testing phase with 100 businesses in March.

Since its official launch, Gophr is experiencing significant growth and has signed on major clients, including leading and international organisations.

Similar to popular ride-sharing application Uber, Gophr enables customers to order a courier, watch its delivery in real time and pay for their delivery using a smartphone. Gophr has provided improvements to the service over the September quarter. Couriers can now accept multiple jobs at the same time, which allows the system to determine the couriers route and then assign them additional jobs that are relevant to them on that route. Gophr couriers have told us that this is the most effective and efficient system they have used. In addition, further developments to the customer side allow open integration with key partners.

After a long period of protest from the Courier Unions against the 'big four' same-day delivery companies, Gophr have decided the time was right to become the first Living Wage accredited courier company in the UK. This cements Gophr's position as the most pro-courier company in the UK.

September provided a new record day for number of deliveries, with revenue up 35% in August. It is anticipated that Gophr's growth and customer acquisition will continue to increase over the next quarter.

Y&B owns 75% of Gophr and is continuing to drive growth through securing key clientele through the Y&B management team.

(b) MeU Mobile – launched in July

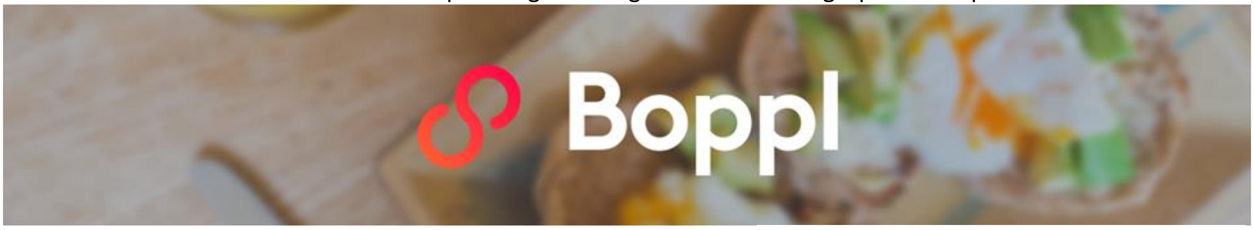
MeU Mobile is a new mobile virtual network operator (MVNO) and Australia's First Social Mobile Network™. After a successful trial phase, with approximately 100 customers, MeU Mobile used Q4 2015 in preparing to launch to the public which it successfully did in July. Utilising the Telstra Wholesale Network, MeU Mobile offers Australians simple, transparent and competitive month to month mobile plans.

Operations review

MeU Mobile offers four plans to the market, known as 'Oodles', which provide members with talk, text and data at highly competitive prices. Members can keep their previous number and will have access to free voicemail and calls to 1800 numbers. Using its network named Kevin, MeU Mobile provides a 3G footprint to 98.5% of the Australian population, covering 1.3 million square kilometres through Telstra's 3G network.

MeU will be Australia's first Social Mobile Network™ using a bespoke and innovative socially connected platform enabling members to connect both socially and with MeU's customer centric service representatives in a cheaper, faster and more intuitive way.

Y&B owns 45% of MeU Mobile and anticipates significant growth and strategic partnerships in the future.



(c) Boppl™ – securing partnerships

Boppl™ is a mobile ordering application, which enables users to order and pay for food and beverages from their favourite venues through their smartphone. Winner of multiple awards, Boppl was awarded the UK Mobile & Apps Design Award in 2014, Top 50 Mobile Innovator in 2013 and named App of the Day by Mobile Entertainment.

Boppl has several partnerships with leading EPOS providers to deploy in venues globally. In April Boppl™ secured an integration partnership with Omnivore. Through Omnivore's advanced technology system, Boppl™ will be available on virtually all venues globally that are using Micros, NCR Aloha or Positouch as a Point-of-sale system. Micros and NCR Aloha are two of the largest Point-of-sales systems in the world, with an estimated combined deployed base in excess of 200,000 venues globally.

Boppl is already experiencing growth and success from these partnerships, with several venues in Brisbane, Perth and London. Boppl also is in the process of deploying its first USA venues. It is expected that Boppl will continue this growth and success over the next quarter through revenue, venue and customer acquisitions.

Boppl partnered with fellow YNB company, Prism Digital and London's monthly DevOps event to offer mobile ordering at Blueberry Bar & Kitchen, exposing over 2000 members and 200 conference attendees to Boppl.

Boppl has commenced development with Gophr, fellow YNB company, "making deliveries easy". In Australia, Boppl have introduced MeU Mobile, a fellow YNB company and Australia's first social mobile network, to offer mobile services to venues requiring network connection for mobile ordering.

Y&B owns 72% of Boppl™ and has played a key role in securing recent partnerships through the Y&B management team.

(d) Prism Digital – increasing revenue and growth

Prism Digital is experiencing solid growth and success, with increasing revenues and client acquisitions over the past few months. Prism Digital is a digital recruitment agency based in London and focuses on the start-up and technology sectors.

Operations review

Prism Digital co-organises technology events, known as 'London DevOps', for local developers to discuss and share knowledge on the software development method. These events have led Prism Digital to expand its network and relationships with leading technology companies, as well as top talent in the industry.

On the 22nd September, in collaboration with the DevOpsGuys, Prism hosted the WinOps Conference 2015, the world's first conference dedicated to DevOps technologies in a Windows world. This conference attracted speakers from major corporations in the technology industry, including Microsoft, AppDynamics, JustEat, Chef and Puppet.

Prism Digital has relationships with major and influential technology companies, and attributes its success to its innovative approach to recruitment in the digital space as well as understanding the needs of its clients.

Y&B owns 60% of Prism Digital and expects to see increased revenue and growth from this company in 2016.

(e) MySQUAR – rapid growth in emerging markets

MySQUAR is Myanmar's only local language and social media platform. MySQUAR is experiencing significant growth in the Myanmar telecommunications market, with over 600,000 registered users.

MySQUAR's mission is to inspire creativity, entertainment and a better standard of living in Myanmar by offering world class consumer technology solutions that connect Myanmar people with local businesses, products and each other. Myanmar is one of the world's fastest growing telecom and technology markets, with large infrastructure investments paving the way for continued growth in the coming years.

The MySQUAR MyChat application was recently ranked 5th in Google Play's top free applications store. With its current rate of growth, the company expects to have over 1.5 million registered users by the end of the year.

MySQUAR listied on London Stock Exchange's Alternative Investment Market ("AIM") in July 2015. Y&B owns 4,133,303 MySQUAR shares.

Operations review

(f) Wondr – v1.0 live on the App Store

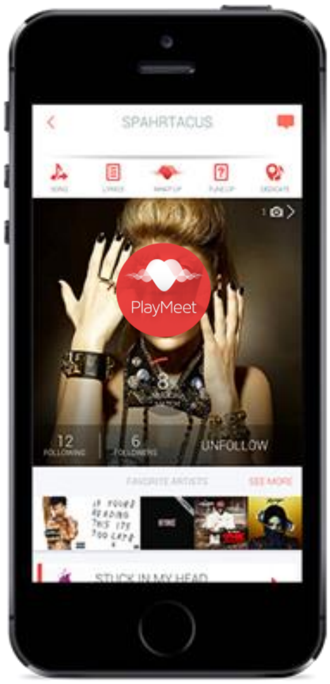
Wondr is a photo and multimedia application that allows users to create albums for events and share them with other registered users. The application is ideal for events such as weddings, where private photo sharing is preferred.

Wondr has an emphasis on user defined privacy and content ownership. It has been created on the premise that users desire to share multimedia during life events in a private forum, and current social media and sharing platforms are broad-reach in nature to efficiently do so.

Wondr v1.0 launched on the App Store in June in an expanded live testing with a closed group and a test deployment at the PDC Perth Darts Masters in August 2015 This milestone takes Wondr out of its development stage into continuous customer testing and iterative improvements. Development continues for Wondr v2.0, which will bring a state of the art user experience on this functionality and added engagement features to the Wondr ecosystem.

Y&B owns 100% of Wondr and is receiving positive feedback from version 1.0. It is anticipated that Wondr will experience growth upon its official launch and subsequent updates.

(g) PlayMeet™ – preparing to launch



PlayMeet™ is a comprehensive social music application, which has been created in collaboration with representatives of JMPM Properties and The Estate of Michael Jackson. PlayMeet™ allows users to create and tune profiles based on their musical interests, then find and interact with other users with similar musical tastes. Users can connect with friends or someone new by searching geolocation, venue check-ins and local concert events.

PlayMeet™ has built a proprietary messaging and technology framework and integrated best of breed technologies from Spotify, Bandsintown, LyricFind, Facebook, FourSquare and TouchTunes to create the preeminent social music application. PlayMeet™ will continue to build out a world class and constantly evolving music matching algorithm that will connect people and spark social communication through the language of music.

Over the past year, Y&B acquired an initial 10% stake in PlayMeet™ and has completed considerable enhancements and development to the application.

Operations review

(h) Connexion Media – winner in the Smart 100 innovation awards

Connexion Media is a leading technology provider or services for connected cars. Listed on the ASX (ASX:CXZ), Connexion provides a unique set of services to manufacturers and servicing companies. Connexion has signed agreements with leading global manufacturers to deploy its solution on their car fleet, including PSA Peugeot Citroen, Volkswagen or Continental.

The Flex product has made outstanding progress in 2015. The introduction of the customised Flex service in new vehicles as part of a deal is expected in Q4 2015. USA-based automakers will offer the service throughout the USA via its dealer network at over 4,000 locations.

Connexion's Flex and miRoamer products were collectively chosen as winners in the Australian Anthill's 'SMART 100' Innovation Awards. The 'SMART 100' was developed in 2008 and identifies and rans 100 of the most innovative products in Australia.

Directors' report

Your directors present their report on the Group, consisting of Yonder & Beyond Group Limited (**Y&B** or **the Company**) and its controlled entities (collectively **the Group**), for the financial year ended 30 June 2015.

1. Directors

The names of Directors in office at any time during or since the end of the year are:

Mr Jay Stephenson	Chairman and Company Secretary
Mr Shashi Fernando	Executive Director and CEO *(Appointed 17 October 2014)*
Mr John Bell	Executive Director and CFO *(Appointed on 20 February 2015)*
Ms Julia Beckett	Non-executive Director (*Resigned 20 February 2015)*
Ms Paige McNeil	Managing Director *(Resigned on 17 October 2014)*

Directors have been in office since the start of the financial year to the date of this report unless otherwise stated. For additional information of Directors including details of the qualifications of Directors please refer to paragraph 4 Information Relating to the Directors and Company Secretary of this Directors Report.

2. Dividends paid or recommended

There were no dividends paid or recommended during the financial year ended 30 June 2015.

3. Operating and financial Review

3.1. Significant Changes in the state of affairs

The Company was incorporated on 15 February 2011 for the purpose of identifying exploration projects in Papua New Guinea with the aim of discovering commercially significant mineral deposits. However, as announced to the ASX on 24 July 2014, the Company has now moved to change the nature and scale of its operation through the acquisition of all of the shares in Yonder and Beyond Limited (**Yonder**). On 20 February 2015, Yonder became a wholly-owned legal subsidiary of the Company.

Yonder is a technology incubation company that provides a collection of resources and expertise at group level to start-up companies in the sector, particularly in mobile, technology and entertainment. Y&B has a 60% shareholding interest in Prism Digital Limited, a 72.6% shareholding interest in Boppl Limited, a 100% interest in Wondr.it.Limited, a 75% shareholding in Gophr Limited and a 3% interest in Squar Pte Ltd.

For accounting purposes, Yonder is deemed to be the accounting acquirer in the business combination; therefore the acquisition of Yonder will be accounted for as a reverse acquisition. Accordingly, the 2015 annual report for the Company will be prepared as a continuation of the business and operations of Yonder. Refer to the effect upon the basis of preparation at note 1a.iii Reverse acquisition on page 28.

3.2. Nature of Operations Principal Activities

On 24 July 2014, the Company signed an agreement to acquire 100% of the issued capital of the global technology incubation company Yonder and Beyond Limited (**Yonder**).

On 30 July 2014, Mr Jay Stephenson was appointed as company secretary.

On 7 August 2014, the Company announced non-renounceable entitlement issue of fully paid ordinary shares up to 31,403,262 at $0.01 per share on the basis of one new share for every four shares held. Subsequently on 22 August 2014, 23,618,074 shares were validly applied for. On 5 September 2014, the Company completed the shortfall via a placement of 7,785,245 ordinary shares following the recent non-renounceable entitlement issue of 31,403,262 new shares at an issue price of $0.01 per share, raising $314,033.

On 8 August 2014, the Company entered into subscription agreements to place 18,842,000 shares at $0.01 per share to raise $188,420. The funds were used for working capital purposes and expenses associated with the acquisition of Yonder.

On 17 October 2014, Mr Shashi Fernando was appointed as Non-Executive director following the resignation of Ms. Paige McNeil as Managing Director.

On 6 November 2014, Yonder formed a seamless integration, sales and marketing partnership with iKentoo and Kounta, a leading cloud-based point-of-sale (POS) solution for hospitality and hotel industries.

On 24 November 2014, the Company issued a prospectus with an offer of 25,000,000 shares at an offer price of $0.20 each to raise a Minimum Subscription amount of $5,000,000. On 19 February 2015, the Company exceeded the minimum subscription of 25,000,000 shares and raised $5,062,236.

Directors' report

The Prospectus also contained:

- an offer of up to 37,875,000 Shares, 35,000,000 Replacement Management Performance Options and 1,500,000 Yonder Adviser Options to Yonder vendors in consideration for the acquisition of all of the issued capital in Yonder (**Yonder Offer**); and
- an offer of up to 3,000,000 Adviser Options to the Joint Lead Managers (or their nominee) and other parties determined at the discretion of the Company and 1,000,000 Corporate Adviser Options to Wolfstar Group Pty Ltd (or its nominee) as part consideration for services provided by these parties in connection with the Public Offer (**Adviser Offer**).

On 15 December 2014, the Company held a General Meeting to approve a number of resolutions including the acquisition of yonder and a 20:1 share consolidation. All resolutions were passed and on 30 December 2014, the share consolidation finalised on the basis of one share for every twenty shares held.

Following on addendum to the conditions precedent to the acquisition approved by the shareholders at the Annual General Meeting, on 20 February 2015, Yonder became a wholly-owned legal subsidiary of the Company.

The acquisition of 100% of the issued capital of Yonder was completed by issuing 37,874,998 fully paid ordinary shares to the Yonder vendors as well as 1,500,000 Yonder advisor options to the Yonder vendors, and 35,000,000 replacement management performance options separated into three tranches to key management of Yonder. The Management Options were issued on identical terms to incentive management options currently held by the key management of Yonder. In addition, the Company has also completed the issue of 3,000,000 advisor options to parties assisting with the capital raising and 1,000,000 corporate advisor options to nominees of Wolfstar Group Pty Ltd.

On 20 February 2015, the Company announced that the acquisition of a 75% shareholding interest in Gophr Limited was completed by Yonder. Consideration for the interest in Gophr Limited was $500,000, as per the Term Sheet signed by both parties on 23 February 2014. Gophr is a courier application in the early stages of development, created to improve the courier experience for customers and couriers alike.

During the period ended 31 December 2014 Yonder entered into negotiations to acquire a 10% stake in PlayMeet, a US-based social media service which is a music-based social network that aims to revolutionise the way people connect through music. The Company signed a binding agreement (effective 1 April 2015), which required US$1,000,000 to paid in instalments to PlayMeet by Yonder.

On 20 February 2015, Mr John Bell was appointed as a director of the Company and Ms. Julia Beckett resigned as Company director.

On 20 February 2015, the Company announced that it had changed its name from Quintessential Resources Limited to Yonder & Beyond Group Limited. The Company was re-instated on the ASX on 24 February 2015 under the ASX code of "QRL" prior to the change to "YNB" being completed by the ASX.

On 9 March 2015, Yonder announced the acquisition of a 3% interest in Squar Pte Ltd (**Squar**) for consideration of $675,000. Squar is a Singapore based mobile networking and entertainment company with a range of mobile applications under the MySQUAR banner.

A process to actively, but prudently, divest the Company's exploration interests has begun. The Company will seek to maximise its position from the exit process.

On 27 March 2015, the Company announced that it acquired 45% of MeU Mobile Pty Ltd, through a mixture of cash and management services, investing $275,000 cash payable in instalments, and converting $125,000 in its monthly service fees to equity, for a total investment of $400,000.

3.3. Operations Review (refer Operations review of page 3)

3.4. Financial Review

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the ordinary course of business. The Group incurred a loss for the year of $4,836,284 (2014: $308,007 loss).

Directors' report

The net assets of the Group have increased by $2,539,042 from 30 June 2014 to $2,234,390 at 30 June 2015.

As at 30 June 2015, the Group's cash and cash equivalents increased from 30 June 2014 by $633,602 to $1,088,305 and had a working capital deficit of $748,314 (2014: $304,652 working capital deficit), as disclosed in note 20c of the Issued capital note on page 58.

Based on a cash flow forecast, the Group has sufficient working capital to fund its mandatory obligations for the period ending twelve months from the date of this report. Should the Group be unable to raise sufficient funds, the planned technology incubation may have to be amended. The Board is confident in securing sufficient additional funding to fund the Group's operations. The Directors consider the going concern basis of preparation to be appropriate based on forecast cash flows and confidence in raising additional funds.

3.5. Events Subsequent to Reporting Date

There are no other significant after balance date events that are not covered in this Directors' Report section Operations review or page 3 or within the financial statements at Note 30 Events subsequent to reporting date on page 70.

3.6. Future Developments, Prospects and Business Strategies

It is envisaged that the Company will focus on developing the existing Y&B investee companies and identifying new investment opportunities that fit the Y&B investment criteria.

No other likely developments, future prospects and business strategies of the operations of the Company and the expected results of those operations have been included in this report as the Directors believe that the inclusion of such information would be likely to result in unreasonable prejudice to the Company.

3.7. Environmental Regulations

The Group's operations are not subject to significant environmental regulations in the jurisdictions it operates in, namely the United Kingdom, United States of America, and Australia.

The Directors have considered the enacted *National Greenhouse and Energy Reporting Act 2007* (the NGER Act) which introduced a single national reporting framework for the reporting and dissemination of information about the greenhouse gas emissions, greenhouse gas projects, and energy use and production of corporations. At the current stage of development, the Directors have determined that the NGER Act has no effect on the Company for the current, nor subsequent, financial year. The Directors will reassess this position as and when the need arises.

4. Information Relating to the Directors and Company Secretary

Mr Jay Stephenson	Chairman and Company Secretary
Qualifications	MBA, FCPA, CMA, FCIS, MAICD
Experience	Mr Stephenson has been involved in business development for over 20 years including the past 17 years as Director, Chief Financial Officer and Company Secretary for various listed and unlisted entities in resources, manufacturing, wine, hotels, and property. He has been involved in business acquisitions, mergers, initial public offerings, capital raisings, business restructuring as well managing all areas of finance for companies.
Special responsibilities	Member of Audit, Nomination, and Remuneration Committees
Interest in Shares and Options	194,796 Fully Paid Ordinary Shares 500,000 Unlisted Options, 20 cents expiring 19 February 2018
Directorships held in other listed entities	Non-Executive Director of Doray Mining Limited since August 2009, Strategic Minerals Corporations NL since August 2009, and Nickelore Limited since July 2011. Chairman and Non-Executive Director of Parmelia Resources Limited since May 2014. Past Non-Executive Director of Aura Energy Limited - August 2005 to July 2013, Bulletproof Limited (Spencer Resources Limited) July 2011 to January 2014 - and Ensurance Ltd (Parker Resources Limited) - January 2011 to December 2012.

Directors' report

Mr Shashi Fernando	Chief executive officer and Executive director (Appointed 17 October 2014)
Qualifications	B Laws, B Comm, ACA
Experience	As a former board member of HTC Corporation, one of the world's leading smartphone manufacturers, and the founder and former CEO of Saffron Digital Ltd which raised £2 million in 2007 and was acquired by HTC in 2011 for £30 million, Mr Fernando is a proven performer in the delivery of world-class mobile solutions. Mr Fernando delivered Saffron into the heart of the mobile and entertainment industry by securing clients such as Vodafone, T-Mobile, Samsung USA, Paramount and Disney to name but a few of the 40 plus global relationships that were established over his time there. Having been named twice in the top 50 in Mobile Entertainment, Mr Fernando led Saffron to multiple industry accolades over the period, delivering a profitable business and 100% growth for three years. Following Saffron Digital, Mr Fernando was appointed to the board of HTC Corporation where he served as the Chief Content Officer responsible for delivering all media related technologies for HTC. Since his time at HTC, Mr Fernando has been an angel investor and moved to bring to market three new digital start-ups that he has now contributed to Y&B.
Special responsibilities	Chief executive officer
Interest in Shares and Options	20,246,379 Fully Paid Ordinary Shares 4,725,000 Performance Class A Options 3,150,000 Performance Class B Options 3,150,000 Performance Class C Options
Directorships held in other listed entities	None
Mr John Bell	Chief financial officer and Executive director (Appointed 20 February 2015)
Qualifications	B Comm, CA, CTA
Experience	Mr Bell is a Chartered Accountant and business professional with international business and financial management expertise and a record of creating value and managing business. Mr Bell's experience ranges from corporate advisory, as director of Barringtons Corporate, to executive management, where as CFO of Saffron Digital (ranked in the Deloitte Fast 50 in 2010 as one of Europe's fastest growing technology companies), he was part of the management team responsible for the transformation and growth from small start up to multinational, and for managing the sale to HTC, one of the world's leading mobile handset manufacturers, in 2011. Mr Bell combines technical and commercial understanding with experience in operations, financial management, corporate transition and capital raising. He has negotiated contracts with major handset manufacturers and digital content licenses with all major film studios.
Special responsibilities	Chief financial officer
Interest in Shares and Options	2,251,017 Fully Paid Ordinary Shares 2,250,000 Performance Class A Options 1,500,000 Performance Class B Options 1,500,000 Performance Class C Options
Directorships held in other listed entities	None
Ms Paige McNeil	Managing director (Resigned on 17 October 2014)

Directors' report

- Ms Julia Beckett — Director (Non-Executive) – Resigned 20 February 2015

5. Meetings of Directors and committees

During the financial year nine meetings of Directors (including committees of Directors) were held. Attendances by each Director during the year are stated in the following table.

<table>
<tr><th></th><th colspan="2">DIRECTORS' MEETINGS</th><th colspan="2">AUDIT COMMITTEE</th><th colspan="2">NOMINATION COMMITTEE</th><th colspan="2">REMUNERATION COMMITTEE</th><th colspan="2">FINANCE AND OPERATIONS COMMITTEE</th></tr>
<tr><th></th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th><th>Number eligible to attend</th><th>Number Attended</th></tr>
<tr><td>Jay Stephen</td><td>4</td><td>4</td><td colspan="8" rowspan="5">At the date of this report, the Remuneration, Audit, Nomination, and Finance and Operations Committees comprise the full Board of Directors. The Directors believe the Company is not currently of a size nor are its affairs of such complexity as to warrant the establishment of these separate committees. Accordingly, all matters capable of delegation to such committees are considered by the full Board of Directors.</td></tr>
<tr><td>Shashi Fernando</td><td>2</td><td>2</td></tr>
<tr><td>John Bell</td><td>1</td><td>1</td></tr>
<tr><td>Julia Beckett</td><td>3</td><td>3</td></tr>
<tr><td>Paige McNeil</td><td>2</td><td>2</td></tr>
</table>

6. Indemnifying officers or auditor

6.1. Indemnification

The Company has entered an Indemnity, Insurance and Access Deed with each Director. Pursuant to the Deed:

The Director is indemnified by the Company against any liability incurred in that capacity as an officer of the Company to the maximum extent permitted by law subject to certain exclusions.

The Company must keep a complete set of company documents until the later of:

a. The date which is seven years after the Director ceases to be an officer of the Company; and

b. The date after a final judgment or order has been made in relation to any hearing, conference, dispute, enquiry or investigation in which the Director is involved as a party, witness or otherwise because the Director is or was an officer of the Company (Relevant Proceedings).

The Director has the right to inspect and copy a Company document in connection with any relevant proceedings during the period referred to above.

Subject to the next sentence, the Company must maintain an insurance policy insuring the Director against liability as a director and officer of the Company while the Director is an officer of the Company and until the later of:

a. The date which is seven years after the Director ceases to be an officer of the Company; and

b. The date any Relevant Proceedings commenced before the date referred to above have been finally resolved.

The Company may cease to maintain the insurance policy if the Company reasonably determines that the type of coverage is no longer available.

The Company has not entered into any agreement with its current auditors indemnifying them against any claims by third parties arising from their report on the financial report.

6.2. Insurance premiums

During the year the Company paid insurance premiums to insure directors and officers against certain liabilities arising out of their conduct while acting as an officer of the Group. Under the terms and conditions of the insurance contract, the nature of the liabilities insured against and the premium paid cannot be disclosed.

Directors' report

7. Options

7.1. Unissued shares under option

At the date of this report, the un-issued ordinary shares of Yonder and Beyond Group Limited under option (listed and unlisted) are as follows:

Grant Date	Date of Expiry	Exercise Price	Number under Option
3 December 2012	31 October 2015	$2.80	162,500
20 February 2015	30 November 2017	$0.20	15,000,000
20 February 2015	30 November 2017	$0.25	10,000,000
20 February 2015	31 May 2018	$0.40	10,000,000
20 February 2015	19 February 2018	$0.25	4,785,000
20 February 2015	19 February 2018	$0.20	1,000,000
20 February 2015	30 November 2017	$0.20	1,500,000
			42,447,500

No person is entitled to exercise the option has or has any right by virtue of the option to participate in any share issue of any other body corporate.

7.2. Shares issued on exercise of options

No ordinary shares were issued by the Company as a result of the exercise of options during or since the end of the financial year.

8. Non-audit services

During the year, Moore Stephens, the Company's auditor, performed non-audit services of $25,500. Details of remuneration paid to the auditor can be found within the financial statements at Note 6 Auditors' Remuneration on page 46.

In the event that non-audit services are provided by Moore Stephens, the Board has established certain procedures to ensure that the provision of non-audit services are compatible with, and do not compromise, the auditor independence requirements of the Corporations Act 2001. These procedures include:

- non-audit services will be subject to the corporate governance procedures adopted by the Company and will be reviewed by the Board to ensure they do not impact the integrity and objectivity of the auditor; and
- ensuring non-audit services do not involve reviewing or auditing the auditor's own work, acting in a management or decision making capacity for the Company, acting as an advocate for the Company or jointly sharing risks and rewards.

9. Proceedings on behalf of company

No person has applied for leave of Court to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for the purpose of taking responsibility on behalf of the Company for all or any part of those proceedings.

The Company was not a party to any such proceedings during the year.

10. Auditor's independence declaration

The lead auditor's independence declaration under section 307C of the *Corporations Act 2001* (Cth) for the year ended 30 June 2015 has been received and can be found on page 23 of the annual report.

Directors' report

11. Remuneration report (audited)

The information in this remuneration report has been audited as required by s308(3C) of the Corporations Act 2001.

11.1. Key management personnel (**KMP**)

KMP have authority and responsibility for planning, directing and controlling the activities of the Group. KMP comprise the directors of the Company and key executive personnel:

- Mr Jay Stephenson — *Chairman and Company Secretary*
- Mr Shashi Fernando — *Executive Director and CEO (Appointed 17 October 2014)*
- Mr John Bell — *Executive Director and CFO (Appointed on 20 February 2015)*
- Ms Julia Beckett — *Non-executive Director (Resigned 20 February 2015)*
- Ms Paige McNeil — *Managing Director (Resigned on 17 October 2014)*
- Mahmood Dhalla — *Chief Product Officer*
- Peter Sedeffow — *Chief Technology Officer*
- Stephane Oury — *Chief Investment Officer*

11.2. Principles used to determine the nature and amount of remuneration

The objective of the Group's executive reward framework is to ensure reward for performance is competitive and appropriate for the results delivered. The Board ensures that Director and executive reward satisfies the following key criteria for good reward governance practices:

- competitiveness and reasonableness;
- acceptability to shareholders;
- transparency; and
- capital management.

The Group has structured an executive remuneration framework that is market competitive, based on a review of similar company remuneration policies, and complementary to the reward strategy of the organisation.

Alignment to shareholders' interests:

- focuses on sustained growth in share price and delivering constant return on assets as well as focusing the executive on key non-financial drivers of value;
- attracts and retains high calibre executives;
- rewards capability and experience;
- reflects competitive reward for contribution to shareholder growth;
- provides a clear structure for earning rewards; and
- provides recognition for contribution.

a. Relationship between Remuneration of Key Management Personnel and Shareholder Wealth

The remuneration is currently set at commercially reasonable / appropriate / benchmarked level. Upon acquisition of Yonder and Beyond, KMP of Yonder and Beyond (and certain staff) received incentive options in which will only be of value if the Company's share price increased sufficiently to warrant exercising the incentive options. Since listing the Company has recorded losses due to the nature of its principal activities, and no dividend has been paid.

Bonuses will be paid based on clarification on KMP performance not on financial performance at the discretionary of the Board. The practices of negotiation and annual review of Executive Directors' and KMP's performance and remuneration are carried out throughout the year, in an informal way by the Managing Director who makes recommendations to the Board. The Chairman of the Board who makes recommendations to the full Board undertakes, in an informal way, the review of the Managing Director's performance and remuneration.

The Board will meet at least annually or as required, usually on the anniversary date of each service agreement for the particular Director and/or KMP. At these meetings, the particular Director and/or KMP will declare his/her interest and not vote, and he/she will depart from the meeting, so as not to be present whilst the issue is being discussed

b. Non-executive Directors

Fees and payments to Non-Executive Directors reflect their responsibilities and the demands placed on individual Directors. Non-Executive Directors' fees and payments are reviewed annually by the Board. The Board seeks to ensure Non-Executive Directors' fees and payments are appropriate and in line with the market.

11. Remuneration report (audited)

Non-Executive Directors' fees are determined within the Non-Executive Directors' fee pool limit, which is periodically recommended for approval by shareholders. The pool currently stands at $250,000 per annum for Non-Executive Directors.

c. Fixed Remuneration

Fixed remuneration consists of base remuneration as well as employer contributions to superannuation funds. Remuneration levels are reviewed annually by the Board through a process that considers individual and overall performance of the Group. In addition, external consultants provide analysis and advice to ensure the directors' and senior executives' remuneration is competitive in the market place. During the period no such consultant was used and no senior executive's other than directors were employed.

d. Performance Based Remuneration – Short-term and long-term incentive structure

Upon acquisition of Yonder and Beyond limited, the Group adopted a performance based option plan that is intrinsically linked to maximising shareholder wealth. Details of these options can be found at 22b.i.

Short-term incentives

No short-term incentives in the form of cash bonuses were granted during the year.

Long-term incentives

The Board has a policy of granting incentive options to executives with exercise prices above market share price. As such, incentive options granted to executives will generally only be of benefit if the executives perform to the level whereby the value of the Group increases sufficiently to warrant exercising the incentive options granted.

The directors of the Company are not eligible to participate in the "Yonder and Beyond Group Limited Employee Incentive Option Plan".

e. Service Contracts

Remuneration and other terms of employment for the directors, KMP are formalised in contracts of employment, details of which can be found at 11.4 of the Directors report.

f. Engagement of Remuneration Consultants

During the financial year, the Company did not engage any remuneration consultants.

g. Relationship between Remuneration of Key Management Personnel and Earnings

As discussed above, the Group is currently undertaking technology incubation and does not expect to be undertaking profitable operations (other than by way of material asset sales, none of which is currently planned) until sometime after the successful commercialisation, production and sales of investments. Accordingly, the Board does not consider earnings during the current and previous financial years when determining the nature and amount of remuneration of KMP.

11.3. Remuneration Details for the Year Ended 30 June 2015

There were no cash bonuses paid during the year and there are no set performance criteria for achieving cash bonuses. The following table of benefits and payment details, in respect to the financial year, the components of remuneration for each member of the KMP of the Group and is prepared on the following bases:

- The report relates to the listed entity only, Y&B, being the legal acquirer. The accounting acquirer remuneration will be disclosed from the date of control. Consequently, amounts reported below will differ from note 23 Key management personnel compensation;
- The remuneration for the KMP of the listed entity (Y&B) need to be disclosed for the full year for both current year and comparatives.

Directors' report

11. Remuneration report (audited)

2015 – Group

Group Key Management Person	Short-term benefits				Post-employment benefits	Long-term benefits	Equity-settled share-based payments		Termination benefits[4]	Total
	Salary, fees and leave[6]	Profit share and bonuses	Non-monetary	Other	Super-annuation	Other	Equity	Options		
	$	$	$	$	$	$		$	$	$
Jay Stephenson[1]	50,000	-	-	-	4,750	-	-	-	-	54,750
Shashi Fernando[2]	94,544	-	9,076	-	-	-	-	-	-	103,620
John Bell[2]	70,357	-	-	-	-	-	-	-	-	70,357
Julia Beckett[5]	19,286	-	-	-	1,832	-	-	-	-	21,118
Paige McNeil[3]	40,000	-	-	-	-	-		-	90,131	130,131
Mahmood Dhalla	112,625	-	29,499	-	-	-	-	-	-	142,124
Stephane Oury	70,097		-	-	8,396	-	-	-	-	78,493
Peter Sedeffow	95,668	-	-	-	12,422	-	-	-	-	108,090
	552,577	-	38,575	-	27,400	-	-	-	90,131	708,683

2014 – Legal Parent

Group Key Management Person	Short-term benefits				Post-employment benefits	Long-term benefits	Equity-settled share-based payments		Total
	Salary, fees and leave	Profit share and bonuses	Non-monetary	Other	Super-annuation	Other	Equity	Options	
	$	$	$	$	$	$	$	$	$
Jay Stephenson[1]	8,598	-	1,858	-	590	-	-	-	11,046
Julia Beckett[7]	12,177	-	867	-	1,126	-	-	-	14,170
Paige McNeil	113,383	-	1,858	-	-	-	-	-	115,241
Salam Malagun[7]	-	-	-	-	-	-	-	-	-
Joe Idigel	2,750	-	733	-	231	-	-	-	3,714
	136,908	-	5,316	-	1,947	-	-	-	144,171

(1) On 11 August 2011, the Company engaged Wolfstar Corporate Management Pty Ltd (**Wolfstar**) to appoint Mr Stephenson as CFO. Wolfstar is a related party of the Company by virtue of it being jointly controlled by Mr Stephenson. Mr Stephenson was appointed Company Secretary on 30 July 2014. Please refer to Note 24 Related Party Transactions on page 62 for further details.

(2) Amounts paid to Messrs Fernando and Bell are based upon executive appointment 17 October 2014 and 20 February 2015 respectively.

(3) Ms McNeil resigned 17 October 2014. Fees disclosed as salary, fees, and leave are calculated up to the date of resignation.

(4) Termination benefit refers to payments made in respect to Ms McNeil's resignation and relate to consultancy services for overseeing the divestment of the PNG assets.

(5) In respect to Ms Beckett, for the 2015 financial year, remuneration is up to the date of date of resignation, being 20 February 2015.

(6) As at 30 June 2014, the Company had accrued directors' fees for Mr Stephenson and Ms Beckett, totalling $44,292. These amounts were settled by way of shares on 15 December 2014.

(7) Mr Malagun resigned and Ms Beckett as appointed non-executive directors 5 December 2013.

Directors' report

11. Remuneration report (audited)

11.4. Service Agreements

a. Consultancy Agreement with Exploration and Management Consultants Pty Ltd

On 10 Feb 2014 the Company entered into a consultancy agreement with Exploration and Management Consultants Pty Ltd (**EMC**) whereby EMC will provided the services of Ms McNeil as both Managing Director and Company Secretary of the Company (Ms McNeil resigned as company secretary on 30 July 2014).

The key terms of the Consultancy Agreement were as follows:

- the agreement was terminated upon Ms McNeil's resignation on 17 October 2014;
- the Company paid EMC $10,000 per month payable monthly in arrears and reviewed annually; and
- subject to proof, the Company would reimburse EMC for all reasonable travelling intra/interstate or overseas, accommodation and general expenses incurred by Ms McNeil in the performance of her duties in connection with the business of the Company and its Related Bodies Corporate.

b. Service Agreement with Wolfstar Corporate Management Pty Ltd

On 10 August 2011, the Group engaged Wolfstar Corporate Management Pty Ltd (**WCM**) to appoint Mr Stephenson (Non-executive Chairman) as Chief Financial Officer six months from the Company's date of quotation on ASX Limited. WCM is a related party of the Company by virtue of it being controlled by Jay Stephenson.

In consideration for the accounting services provided, WCM is entitled to a monthly fee of $6,000. The Group will reimburse WCM for all reasonable out-of-pocket expenses incurred including, but not limited to, photocopying, facsimile, longer distance telephone, delivery services and travelling expenditure as required.

This service agreement may be terminated at any time by either party giving one month's written notice to the other party.

c. Executive services agreements with CEO and CFO

Y&B has entered in to executive service agreements (**ESA**) with Mr Fernando (individually), and Mr Bell through Dromana Holdings Pty Ltd as trustee for the Barringtons Trust (**Bell**).

ESAs have been made between each Mr Fernando and Mr Bell's related entities and Y&B on the following bases:

- Mr Fernando is employed by Y&B as the Chief Executive Officer of the Y&B Group on a full-time basis.
- Mr Bell is employed by Y&B as the Chief Financial Officer of the Y&B Group and to carry out duties commensurate with that office or as assigned by the Company from time to time.
- The effective commencement date of each ESA is 24 February 2014, and varied 4 June 2014.
- The gross annual remuneration package for Mr Fernando is £132,000 per annum, payable in monthly instalments.
- The gross annual service fee for Mr Bell (Bell) is £100,000 per annum, payable in monthly instalments.
- The Remuneration will be reviewed by the Board annually in accordance with the Company's policies and procedures.
- Mr Fernando and Mr Bell will be eligible to participate in any short term and long term incentive arrangements operated or introduced by the Company or a Group Company from time to time:
  - In accordance with the terms and conditions governing those arrangements;
  - As determined or varied (including in respect of the form of any benefit provided to the executive) at the discretion of the board from time to time
- Y&B will reimburse all reasonable expenses incurred by Messrs Fernando or Bell for all reasonable out-of-pocket expenses.
- The ESAs shall continue until terminated by either party giving to the other not less than six months prior written notice.
- Y&B may terminate an ESA if the employee is in material breach of the ESA.
- ESA includes provisions protecting the intellectual property rights of the Company including in respect of any inventions and includes non-compete restrictions for a period of twelve months after termination.

Directors' report

11. Remuneration report (audited)

d. Key Management Team Service Agreements

Y&B, through Yonder and Beyond Ltd (UK), has entered in to service agreements with Messrs Oury and Sedeffow, on the following bases:

- Mr Oury is employed by Y&B as the Chief Investment Officer of the Y&B Group on a full-time basis; with an effective commencement date of each service agreement is 4 June 2014.
- Mr Sedeffow will be employed by Y&B as the Chief Technical Officer of the Y&B Group on a full-time basis.
- The gross remuneration package for Mr Sedeffow is £135,000 per annum, payable in monthly instalments.
- The gross remuneration package for Mr Oury is £100,000 per annum, payable in monthly instalments.
- The remuneration will be reviewed by the Board annually in accordance with the Company's policies and procedures.
- Messrs Oury and Sedeffow, will be eligible to participate in any short term and long term incentive arrangements operated or introduced by the Company or a Group Company from time to time:
  - In accordance with the terms and conditions governing those arrangements;
  - As determined or varied (including in respect of the form of any benefit provided to the executive) at the discretion of the board from time to time.
- Y&B will reimburse all reasonable expenses incurred by Messrs Oury and Sedeffow for all reasonable out-of-pocket expenses.
- The service agreements shall continue until terminated by either party giving to the other not less than six months' prior written notice.
- Y&B may terminate the service agreements if the employee is in material breach of the service agreement.
- The Service Agreement includes provisions protecting the intellectual property rights of the Company including in respect of any inventions and includes non-compete restrictions for a period of twelve months after termination.

Y&B, through Yonder and Beyond Inc. (USA), has entered in to service agreements with Mr Dhalla on the following bases:

- Mr Dhalla is employed by Y&B as the Chief Product Officer of the Y&B Group on a full-time basis.
- The effective commencement date of each service agreement is 17 February 2014, and varied 4 June 2014.
- The gross annual remuneration package for Mr Dhalla is USD167,000 per annum.
- The remuneration will be reviewed by the Board annually.
- Mr Dhalla, will be eligible to participate in any bonus programmes that may apply to similarly situated employees.
- Mr Dhalla shall also be granted equity in Y&B.
- The service agreements shall continue until terminated by either party giving to the other not less than one month's prior written notice.
- Y&B may terminate the service agreements if the employee is in material breach of the service agreement.
- The Service Agreement includes provisions protecting the intellectual property rights of the Company including in respect of any inventions and includes non-compete restrictions for a period of twelve months after termination.

Directors' report

11. Remuneration report (audited)

11.5. Share-based compensation

a. Management Performance Options (**Performance Options**)

In recognition of the incentive scheme options held by Management Shareholders of Yonder as at acquisition date, the Company elected to replace them by issuing to the management shareholders (or their respective nominees) 35,000,000 options (Performance Options) (on a post-consolidation basis). Of the total 35,000,000 Performance Options, KMP were issued a total 23,450,000 subject to the terms and conditions set out in below:

Tranche	Number under Option(5)(6)(7)	Date of Expiry	Exercise Price(5)(7)	Vesting Terms(2)(3)(4)	Escrow(1)
Tranche 1	10,050,000	30 November 2017	$0.20	Immediately upon issue	25% for a period of 3 months from the date of issue
Tranche 2	6,700,000	30 November 2017	$0.25	Upon the five day volume weighted average share price (**VWAP**) of the Company being equal to or in excess of $0.50 per share	25% for a period of 6 months from the date of issue
Tranche 3	6,700,000	31 May 2018	$0.40	Upon the five day VWAP of the Company being equal to or in excess of $0.80 per share	50% for a period of 12 months from the date of issue
	23,450,000				

(1) Subject to any longer escrow period that ASX may impose.

(2) Subject to the beneficiary of the Performance Options being either (1) in continuous employment/service agreement with Y&B and/or the Company or (2) not a Bad Leaver;

(3) The parties shall agree Good Leaver and Bad Leaver provisions as part of implementing the transaction.

(4) The Performance Options are exercisable at any time from when they vest, to on or before 5.00pm (AWST) on their expiry date wholly or in part by delivering a duly completed form of notice of exercise to the Company, accompanied by payment of the exercise moneys.

(5) There will be no change to the exercise price of a Performance Option or the number of Shares over which a Performance Option is exercisable in the event of the Company making a pro rata issue of Shares or other securities to the holders of Shares (other than for a bonus issue, see further below).

(6) If there is a bonus issue to the holders of Shares in the capital of the Company, the number of Shares over which the Option is exercisable will be increased by the number of Shares which the holder of the Option would have received if the Option had been exercised before the record date for the bonus issue.

(7) If, prior to the expiry of any Performance Options, there is a reorganisation of the issued capital of the Company, the Performance Options shall be reorganised in the manner set out in the Listing Rules.

b. Securities Received that Are Not Performance-related

No members of KMP are entitled to receive securities that are not performance-based as part of their remuneration package.

c. Options and Rights Granted as Remuneration

No options or rights were granted as remuneration during 2015 (2014: nil).

Details relating to service and performance criteria required for vesting have been provided in the within the financial statements at Note 22 Share-Based Payments on page 59.

Directors' report

11. Remuneration report (audited)

11.6. Key Management Personnel equity holdings

a. Fully paid ordinary shares of Yonder and Beyond Group Limited held by each Key Management Personnel

2015 – Group *Group Key Management Person*	Balance at start of year No.	Received during the year as compensation No.	Received during the year on the exercise of options No.	Other changes during the year No.	Consolidation of share capital No.	Balance at end of year No.
Jay Stephenson[(1)]	963,500	-	-	146,621	(915,325)	194,796
Shashi Fernando[(2)]	-	-	-	20,246,380	-	20,246,380
John Bell[(2)(1)]	-	-	-	2,251,017	-	2,251,017
Julia Beckett[(1)(3)]	15,000	-	-	68,813	(14,250)	69,563
Paige McNeil[(1)(4)]	18,195,066	-	-	147,426	(17,285,313)	1,057,179
Mahmood Dhalla[(2)]	-	-	-	400,142	-	400,142
Stephane Oury[(2)]	-	-	-	1,138,524	-	1,138,524
Peter Sedeffow	-	-	-	-	-	-
	19,173,566	-	-	24,398,923	(18,214,888)	25,357,601

(1) Other changes during the year relate to acquisitions and disposals for Directors and their related parties

(2) Other changes during the year relate to consideration shares issued to Messrs Fernando, Bell, Dhalla, and Oury in respect to the Company's acquisition of Yonder and Beyond Limited.

(3) Balance at the end of year represents Ms Beckett's number of shares held as the date of her resignation, 20 February 2015.

(4) Balance at the end of year represents Ms McNeil's number of shares held as the date of her resignation, 17 October 2014.

2014 – Legal Parent *Group Key Management Person*	Balance at start of year No.	Received during the year as compensation No.	Received during the year on the exercise of options No.	Other changes during the year[(1)] No.	Balance at end of year No.
Jay Stephenson	647,000	-	-	316,500	963,500
Julia Beckett	-	-	-	15,000	15,000
Paige McNeil	11,402,016	-	-	6,793,050	18,195,066
Salam Malagun	-	-	-	-	-
Joe Idigel	-	-	-	-	-
	12,049,016	-	-	7,124,550	19,173,566

Directors' report

11. Remuneration report (audited)

b. Options in Yonder and Beyond Group Limited held by each Key Management Personnel

2015 Group Key Management Person	Balance at start of year No.	Granted as Remuneration during the year No.	Exercised during the year No.	Other changes during the year No.	Consolidation of capital No.	Balance at end of year No.	Vested and Exercisable No.	Not Vested No.
Jay Stephenson	2,000,000	-	-	(1,500,000)	-	500,000	500,000	-
Shashi Fernando	-	-	-	11,025,000	-	11,025,000	2,756,250	8,268,750
John Bell	-	-	-	5,250,000	-	5,250,000	1,312,500	3,937,500
Julia Beckett[2]	-	-	-	-	-	-	-	-
Paige McNeil[3]	4,000,000	-	-	(4,000,000)	-	-	-	-
Mahmood Dhalla	-	-	-	3,150,000	-	3,150,000	787,500	2,362,500
Stefan Oury	-	-	-	4,025,000	-	4,025,000	4,025,000	-
Peter Sedeffow	-	-	-	-	-	-	-	-
Joe Idigel[4]	1,000,000					1,000,000	-	
	7,000,000	-	-	17,950,000	-	24,950,000	9,381,250	14,568,750

(1) Other changes during the year relate to:
- a. 23,450,000 performance options issued to Messrs Fernando, Bell, Dhalla, and Oury in respect to the Company's acquisition of Yonder and Beyond Limited.
- b. Expiration of 6,000,000 issued to Mr Stephenson and Ms McNeil
- c. Issue of 1,000,000 adviser options to Wolfstar Group Pty Ltd of which Mr Stephenson is a 50% shareholder.

(2) Balance at the end of year represents Ms Beckett's number of options held as the date of her resignation, 20 February 2015.

(3) Balance at the end of year represents Ms McNeil's number of options held as the date of her resignation, 17 October 2014.

(4) Balance at the end of year represents Mr Idigel's number of options held as the date of at the cessation of being considered KMP.

2014 Group Key Management Person	Balance at start of year No.	Granted as Remuneration during the year No.	Exercised during the year No.	Other changes during the year No.	Balance at end of year No.	Vested and Exercisable No.	Not Vested No.
Jay Stephenson	2,000,000	-	-	-	2,000,000	2,000,000	-
Julia Beckett	-	-	-	-	-	-	-
Paige McNeil	4,000,000	-	-	-	4,000,000	4,000,000	-
Salam Malagun[1]	2,000,000	-	-	-	2,000,000	2,000,000	-
Joe Idigel	1,000,000	-	-	-	1,000,000	1,000,000	-
	9,000,000	-	-	-	9,000,000	9,000,000	-

(1) Balance at the end of year represents Mr Malagum's number of options held as the date of his resignation, 5 December 2013.

YONDER & BEYOND

Directors' report

11. Remuneration report (audited)

11.7. Other Equity-related KMP Transactions

There have been no other transactions involving equity instruments other than those described in the tables above relating to options, rights and shareholdings.

11.8. Loans to Key Management Personnel

There are no loans made to directors of Y&B as at 30 June 2015 (2014: nil).

11.9. Other transactions with Key Management Personnel and or their Related Parties

There have been no other transactions involving equity instruments other than those described in the tables above. For details of other transactions with related parties, refer Note 24 Related party transactions.

END OF REMUNERATION REPORT

This Report of the Directors, incorporating the Remuneration Report, is signed in accordance with a resolution of directors made pursuant to s.298(2) of the *Corporations Act 2001* (Cth).

JAY STEPHENSON
Chairman
Dated this Wednesday, 30 September 2015

MOORE STEPHENS
ACCOUNTANTS & ADVISORS

Level 3, 12 St Georges Terrace
Perth WA 6000

PO Box 5785, St Georges Terrace
WA 6831

T +61 (0)8 9225 5355
F +61 (0)8 9225 6181

www.moorestephens.com.au

AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001 TO THE DIRECTORS OF YONDER AND BEYOND GROUP LIMITED

As lead auditor of Yonder and Beyond Group Limited for the year ended 30 June 2015, I declare that, to the best of my knowledge and belief, there have been:

- no contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and

- no contraventions of any applicable code of professional conduct in relation to the review.

Neil Pace

Moore Stephens

Neil Pace
Partner

Moore Stephens
Chartered Accountants

Signed at Perth this 30th September 2015

Consolidated statement of profit or loss and other comprehensive income
for the year ended 30 June 2015

	Note	2015 $	24 February 2014 to 30 June 2014 $
Continuing operations			
Revenue	4	1,538,198	-
Share of associate profit / (loss)	16b.ii	(112,192)	-
Other income	4	849,011	137,361
		2,275,017	137,361
Costs of sales		(41,971)	-
		2,233,046	137,361
Business development		(293,923)	-
Compliance costs		(225,894)	(111,002)
Computers and communications		(48,486)	-
Corporate transaction accounting expense	3	(2,353,466)	-
Depreciation and amortisation	5	(25,818)	-
Employee benefits expenses	5	(3,529,983)	(330,830)
Finance costs		(38,959)	(36)
Professional fees		(22,362)	-
Rent and utilities		(303,073)	-
Share-based payments	22	-	-
Other expenses		(194,637)	(3,500)
Loss before tax	5	(4,803,555)	(308,007)
Income tax benefit / (expense)	7	(32,729)	-
Loss from continuing operations		(4,836,284)	(308,007)
Net loss for the year		(4,836,284)	(308,007)
Other comprehensive income, net of income tax			
Items that will not be reclassified subsequently to profit or loss		-	-
Items that may be reclassified subsequently to profit or loss:			
Foreign currency movement		(235,901)	(145)
Financial assets revaluation		165,946	-
Other		(165,038)	-
Other comprehensive income for the year, net of tax		(234,993)	(145)
Total comprehensive income attributable to members of the parent entity		(5,071,277)	(308,152)
Profit/(loss) for the period attributable to:			
Non-controlling interest		(132,821)	-
Owners of the parent		(4,703,463)	(308,007)
Total comprehensive income/(loss) attributable to:			
Non-controlling interest		(173,104)	-
Owners of the parent		(4,898,173)	(308,152)
Earnings per share:		¢	¢
Basic and diluted loss per share (cents per share)	8	(9.52)	(1,257.84)

The consolidated statement of profit or loss and other comprehensive income is to be read in conjunction with the accompanying notes.

Consolidated statement of financial position
as at 30 June 2015

	Note	2015 $	2014 $
Current assets			
Cash and cash equivalents	9	1,088,305	454,703
Trade and other receivables	10	1,112,128	127,172
Financial assets	12	1,122,946	-
Other current assets		411	-
Non-current asset held for disposal	11	1,957	-
Total current assets		3,325,747	581,875
Non-current assets			
Plant and equipment	13	15,255	-
Intangible assets	14	45,090	-
Financial assets	12	1,598,900	-
Investments in associates	16b.iii	287,808	-
Total non-current assets		1,947,053	-
Total assets		5,272,800	581,875
Current liabilities			
Trade and other payables	17	2,805,302	886,527
Short-term provisions	19	145,402	-
Current tax liabilities	7	57,708	-
Borrowings	18	22,619	-
Total current liabilities		3,031,031	886,527
Non-current liabilities			
Deferred tax liabilities	7	7,379	--
Total non-current liabilities		7,379	-
Total liabilities		3,038,410	886,527
Net assets		2,234,390	(304,652)
Equity			
Issued capital	20	12,378,195	3,500
Reserves	21	(4,771,118)	(145)
Accumulated losses		(5,136,225)	(308,007)
Non-controlling interest		(236,462)	-
Total equity		2,234,390	(304,652)

The consolidated statement of financial position is to be read in conjunction with the accompanying notes.

Consolidated statement of changes in equity
for the year ended 30 June 2015

	Note	Issued Capital $	Accumulated Losses $	Business Combination under Common Control $	Foreign Exchange Translation Reserve $	Financial assets revaluation reserve $	Non-controlling Interest (NCI) $	Total $
Balance at 24 February 2014		-	-	-	-	-	-	-
Loss for the period attributable owners of the parent		-	(308,007)	-	-	-	-	(308,007)
Other comprehensive income for the period attributable owners of the parent		-	-	-	(145)	-	-	(145)
Total comprehensive income for the period attributable owners of the parent		-	(308,007)	-	(145)	-	-	(308,152)
Transaction with owners, directly in equity								
Shares issued during the period		3,500	-	-	-	-	-	3,500
Balance at 30 June 2014		3,500	(308,007)	-	(145)	-	-	(304,652)
Balance at 1 July 2014		3,500	(308,007)	-	(145)	-	-	(304,652)
Loss for the year attributable owners of the parent		-	(4,703,463)	-	-	-	(132,821)	(4,836,284)
Other comprehensive income for the year attributable owners of the parent		-	(124,755)	-	(235,901)	165,946	(40,283)	(234,993)
Total comprehensive income for the year attributable owners of the parent		-	(4,828,218)	-	(235,901)	165,946	(173,104)	(5,071,277)
Transaction with owners, directly in equity								
Shares issued during the year		12,576,122	-	-	-	-	-	12,576,122
Transaction costs		(201,427)	-	-	-	-	-	(201,427)
NCI upon acquisition of subsidiary	3e.ii	-	-	-	-	-	2,471	2,471
Business combinations under common control	3	-	-	(4,701,018)	-	-	(65,829)	(4,766,847)
Balance at 30 June 2015		12,378,195	(5,136,225)	(4,701,018)	(236,046)	165,946	(236,462)	2,234,390

The consolidated statement of changes in equity is to be read in conjunction with the accompanying notes.

Consolidated statement of cash flows

for the year ended 30 June 2015

	Note	2015 $	24 February 2014 to 30 June 2014 $
Cash flows from operating activities			
Receipts from customers		1,675,754	39,587
Interest received		16,038	-
Interest and borrowing costs		(38,959)	(36)
Payments for business development		(4,829,464)	(19,452)
Income tax credit / (expense)		75,661	-
Net cash used in operating activities	9c	(3,100,970)	20,099
Cash flows from investing activities			
Payments for property, plant and equipment		(8,403)	-
Payments for intangible assets		(834)	-
Cash acquired from acquisition of subsidiary net of cash consideration paid	9f	3,812,405	-
Payments for investments		(1,831,426)	-
Net cash used in investing activities		1,971,742	-
Cash flows from financing activities			
Proceeds from issue of shares after costs		1,800,673	336,830
Loans from related entities		-	97,774
Repayment of borrowings		(37,843)	-
Net cash provided by financing activities		1,762,830	434,604
Net increase/(decrease) in cash held		633,602	454,703
Cash and cash equivalents at the beginning of the year		454,703	-
Change in foreign currency held		-	-
Cash and cash equivalents at the end of the year	9	1,088,305	454,703

The consolidated statement of cash flows is to be read in conjunction with the accompanying notes.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

These are the consolidated financial statements and notes of Yonder and Beyond Group Limited (**Y&B** or **the Company**) and controlled entities (collectively **the Group**). Y&B is a company limited by shares, domiciled and incorporated in Australia.

The separate financial statements of Y&B, as the parent entity, have not been presented with this financial report as permitted by the *Corporations Act 2001* (Cth).

The financial statements were authorised for issue on 30 September 2015 by the directors of the Company.

a. Basis of preparation

The financial statements comprise the consolidated financial statements of the Group. For the purposes of preparing the consolidated financial statements, the Company is a for-profit entity. Material accounting policies adopted in the preparation of these financial statements are presented below. They have been consistently applied unless otherwise stated.

i. Statement of compliance

These financial statements are general purpose financial statements which have been prepared in accordance with Australian Accounting Standards and Interpretations of the Australian Accounting Standards Board (**AAS Board**) and International Financial Reporting Standards (**IFRS**) as issued by the International Accounting Standards Board (**IASB**), and the *Corporations Act 2001* (Cth).

Australian Accounting Standards (**AASBs**) set out accounting policies that the AAS Board has concluded would result in a financial report containing relevant and reliable information about transactions, events and conditions to which they apply. Compliance with AASBs ensures that the financial statements and notes also comply with IFRS as issued by the IASB.

ii. Financial position

The consolidated financial statements have been prepared on an accruals basis and are based on historical costs modified, where applicable, by the measurement at fair value of selected non-current assets, financial assets and financial liabilities. Historical cost is generally based on the fair values of the consideration given in exchange for goods and services.

The financial statements have been prepared on a going concern basis, which contemplates the continuity of normal business activity and the realisation of assets and the settlement of liabilities in the ordinary course of business.

The Group incurred a loss for the year of $4,836,284 (2014: $308,007 loss) and a net cash in-flow of $633,602 (2014: $454,703 in-flow). The net assets of the Company have increased by $2,539,042 from 30 June 2014 to $2,234,390 at 30 June 2015, and as at 30 June 2015, the Group had a working capital deficit of $748,314 (2014: $304,652 working capital deficit) as disclosed in note 20c of the Issued capital note on page 58.

Based on a cash flow forecast, in order to continue the Group's planned operational program, the Company will require further funding within the next 12 months. Should the Group be unable to raise sufficient funds, the planned operation program may have to be amended. The Board is confident in securing sufficient additional funding to fund the planed operation program. The Directors consider the going concern basis of preparation to be appropriate based on forecast cash flows and confidence in raising additional funds.

iii. Reverse acquisition

Y&B (formerly Quintessential Resources Limited) is listed on the Australian Securities Exchange (**ASX**). The Company completed the legal acquisition of Yonder and Beyond Limited (**Yonder**) on 20 February 2015.

Yonder (the legal subsidiary) was deemed to be the acquirer for accounting purposes as it has obtained control over the operations of the legal acquirer Y&B (accounting subsidiary). Accordingly, the consolidated financial statements of Y&B have been prepared as a continuation of the financial statements of Yonder. Yonder (as the deemed acquirer) has accounted for the acquisition of Y&B from 20 February 2015. The comparative information presented in the consolidated financial statements is that of Yonder.

The impact of the reverse acquisition on each of the primary statements is as follows:

- The consolidated statement of comprehensive income:
  - for the year to 30 June 2015 comprises twelve months of Yonder and the period from 20 February 2015 to 30 June 2015 of Y&B; and
  - for the comparative period comprises 24 February 2014 to 30 June 2014 of Yonder.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

- The consolidated statement of financial position:
  - as at 30 June 2015 represents both Yonder and Y&B as at that date ;and
  - as at 30 June 2014 represents Yonder as at that date.
- The consolidated statement of changes in equity:
  - for the year ended 30 June 2015 comprises Yonder's balance at 1 July 2014, its loss for the year and transactions with equity holders for twelve months. It also comprises Y&B transactions with equity holders from 20 February 2015 to 30 June 2015 and the equity balances of Yonder and Y&B at 30 June 2015.
  - for the comparative period comprises 24 February 2014 to 30 June 2014 of Yonder's changes in equity.
- The consolidation statement of cash flows:
  - for the year ended 30 June 2015 comprises the cash balance of Yonder, as at 1 July 2014, the cash transactions for the twelve months (twelve months of Yonder and the period from 20 February 2015 to 30 June 2015 of Y&B) and the cash balances of Yonder and Y&B at 30 June 2015.
  - for the comparative period comprises 24 February 2014 to 30 June 2014 of Yonder's cash transactions.

iv. Use of estimates and judgments

The preparation of consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. These estimates and associated assumptions are based on historical experience and various factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

Judgements made by management in the application of AASBs that have significant effect on the consolidated financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 1r.

v. Comparative figures

Where required by AASBs comparative figures have been adjusted to conform with changes in presentation for the current financial year.

Where the Group retrospectively applies an accounting policy, makes a retrospective restatement or reclassifies items in its financial statements, an additional (third) statement of financial position as at the beginning of the preceding period in addition to the minimum comparative financial statements is presented.

b. Principles of consolidation

As at reporting date, the assets and liabilities of all controlled entities have been incorporated into the consolidated financial statements as well as their results for the year then ended. Where controlled entities have entered (left) the Consolidated Group during the year, their operating results have been included (excluded) from the date control was obtained (ceased).

i. Business combinations

Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group. Control exists when the Group is exposed to variable returns from another entity and has the ability to affect those returns through its power over the entity.

The Group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquire; plus
- if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree;

less

- the net recognised amount of the identifiable assets acquired and liabilities assumed.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

The consideration transferred does not include amounts related to settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

ii. Subsidiaries

Subsidiaries are entities controlled by the Group. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Group. Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have a deficit balance.

A list of controlled entities is contained in Note 15 Controlled Entities on page 55 of the financial statements.

iii. Loss of control

Upon the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the previous subsidiary, than such interest is measured at fair value at the date control is lost. Subsequently it is accounted for as an equity-accounted investee or as an available-for-sale financial asset depending on the level of influence retained

iv. Transactions eliminated on consolidation

All intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the consolidated financial statements.

c. Foreign currency transactions and balances

i. Functional and presentation currency

The functional currency of each of the Group's entities is measured using the currency of the primary economic environment in which that entity operates. The consolidated financial statements are presented in Australian dollars which is the parent entity's functional and presentation currency.

ii. Transaction and balances

Foreign currency transactions are translated into functional currency using the exchange rates prevailing at the date of the transaction. Foreign currency monetary items are translated at the year-end exchange rate. Non-monetary items measured at historical cost continue to be carried at the exchange rate at the date of the transaction. Non-monetary items measured at fair value are reported at the exchange rate at the date when fair values were determined.

Exchange differences arising on the translation of monetary items are recognised in the profit or loss except where deferred in equity as a qualifying cash flow or net investment hedge.

Exchange differences arising on the translation of non-monetary items are recognised directly in other comprehensive income to the extent that the gain or loss is directly recognised in other comprehensive income, otherwise the exchange difference is recognised in the profit or loss.

iii. Group companies and foreign operations

The financial results and position of foreign operations whose functional currency is different from the Group's presentation currency are translated as follows:

- assets and liabilities are translated at year-end exchange rates prevailing at that reporting date;
- income and expenses are translated at average exchange rates for the period; and
- retained earnings are translated at the exchange rates prevailing at the date of the transaction.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

Exchange differences arising on translation of foreign operations are transferred directly to the Group's foreign currency translation reserve in the statement of financial position. These differences are recognised in the profit or loss in the period in which the operation is disposed.

d. Taxation

i. Income tax

The income tax expense / (income) for the year comprises current income tax expense/(income) and deferred tax expense/(income).

Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at reporting date. Current tax liabilities (assets) are therefore measured at the amounts expected to be paid to (recovered from) the relevant taxation authority.

Deferred income tax expense reflects movements in deferred tax asset and deferred tax liability balances during the year as well unused tax losses.

Current and deferred income tax expense (income) is charged or credited outside profit or loss when the tax relates to items recognised outside profit or loss.

Deferred tax assets and liabilities are ascertained based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets also result where amounts have been fully expensed but future tax deductions are available. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable profit or loss.

Deferred tax assets and liabilities are calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates enacted or substantively enacted at reporting date. Their measurement also reflects the manner in which management expects to recover or settle the carrying amount of the related asset or liability.

Deferred tax assets relating to temporary differences and unused tax losses are recognised only to the extent that it is probable that future taxable profit will be available against which the benefits of the deferred tax asset can be utilised.

Where temporary differences exist in relation to investments in subsidiaries, branches, associates, and joint ventures, deferred tax assets and liabilities are not recognised where the timing of the reversal of the temporary difference can be controlled and it is not probable that the reversal will occur in the foreseeable future.

Current tax assets and liabilities are offset where a legally enforceable right of set-off exists and it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur. Deferred tax assets and liabilities are offset where a legally enforceable right of set-off exists, the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where it is intended that net settlement or simultaneous realisation and settlement of the respective asset and liability will occur in future periods in which significant amounts of deferred tax assets or liabilities are expected to be recovered or settled.

Where the Group receives the Australian Government's Research and Development Tax Incentive, The Group accounts for the refundable tax offset under AASB 112. Funds are received as a rebate through the parent company's income tax return and disclosed as such in Note 7 Income Tax, on page 47.

ii. Value-added taxes

Value-added tax (**VAT**) is the generic term for the broad-based consumption taxes that the Group is exposed to such as: Australia (Goods and Services Tax or **GST**); United Kingdom (VAT); and in Singapore (VAT).

Revenues, expenses, and assets are recognised net of the amount of VAT, except where the amount of VAT incurred is not recoverable from the relevant country's taxation authority. In these circumstances the VAT is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the statement of financial position are shown inclusive of VAT.

The net amount of GST recoverable from, or payable to, the Australian Taxation Office (or jurisdictional equivalent) is included as a current asset or liability in the balance sheet.

Note 1 Statement of significant accounting policies

Cash flows are presented in the statement of cash flows on a gross basis, except for the VAT component of investing and financing activities, which are disclosed as operating cash flows.

e. Fair Value

i. Fair Value of Assets and Liabilities

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable AASB.

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly unforced transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

ii. Fair value hierarchy

AASB 13 *Fair Value Measurement* requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1	Level 2	Level 3
Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.	Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.	Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

iii. Valuation techniques

The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Group are consistent with one or more of the following valuation approaches:

- *Market approach:* valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities.

Note 1 Statement of significant accounting policies

- *Income approach:* valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value.
- *Cost approach:* valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks. When selecting a valuation technique, the Group gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

f. Exploration and development expenditure

i. Recognition and measurement

Exploration and evaluation costs, including the costs of acquiring licenses, are expensed as exploration and evaluation expenditure as incurred. This Group policy under was adopted under the reverse acquisition due to the change of nature and operations.

ii. Site restoration and rehabilitation

In accordance with the Group's environmental policy and applicable legal requirements, a provision for site restoration and rehabilitation in respect of disturbed land is recognised when the land is disturbed.

The provision is the best estimate of the present value of the expenditure required to settle the restoration and rehabilitation obligation at the reporting date, based on current legal requirements and technology. Future restoration and rehabilitation costs are reviewed annually and any changes are reflected in the present value of the restoration and rehabilitation provision at the end of the reporting period.

The amount of the provision for future restoration and rehabilitation costs is capitalised and depreciated in accordance with the policy set out in accounting policy 1g Plant and equipment. The unwinding of the effect of discounting on the provision is recognised as a finance cost.

g. Plant and equipment

i. Recognition and measurement

Items of plant and equipment are measured on the cost basis and carried at cost less accumulated depreciation (see below) and impairment losses (see accounting policy 1j Impairment of non-financial assets).

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to a working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located, and an appropriate proportion of production overheads.

Where considered material, the carrying amount of plant and equipment is reviewed annually by Directors to ensure it is not in excess of the recoverable amount from these assets. The recoverable amount is assessed on the basis of the expected net cash flows that will be received from the assets employment and subsequent disposal. The expected net cash flows have not been discounted to their present values in determining recoverable amounts.

Where parts of an item of plant and equipment have different useful lives, they are accounted for as separate items of plant and equipment.

ii. Subsequent costs

The cost of replacing part of an item of plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. Any costs of the day-to-day servicing of plant and equipment are recognised in the income statement as an expense as incurred.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

iii. Depreciation

Depreciation is charged to the income statement on a straight-line basis over the asset's useful life to the consolidated group commencing from the time the asset is held ready for use. Leasehold improvements are depreciated over the shorter of either the unexpired period of the lease or the estimated useful lives of the improvements.

Depreciation rates and methods are reviewed annually for appropriateness. The depreciation rates used for the current and comparative period are:

	2015 %	2014 %
Plant and equipment	25.00 to 66.67	25.00 to 66.67

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposal of an item of plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of plant and equipment and are recognised net within "other income" in profit or loss

h. Intangible assets and amortisation

Intangible assets acquired as part of a business combination, other than goodwill, are initially measured at their fair value at the date of the acquisition. Intangible assets acquired separately are initially recognised at cost. Indefinite life intangible assets are not amortised and are subsequently measured at cost less any impairment. Finite life intangible assets are subsequently measured at cost less amortisation and any impairment. The gains or losses recognised in profit or loss arising from the derecognition of intangible assets are measured as the difference between net disposal proceeds and the carrying amount of the intangible asset. The method and useful lives of finite life intangible assets are reviewed annually. Changes in the expected pattern of consumption or useful life are accounted for prospectively by changing the amortisation method or period.

Research costs are expensed in the period in which they are incurred. Development costs are capitalised when it is probable that the project will be a success considering its commercial and technical feasibility; the consolidated entity is able to use or sell the asset; the consolidated entity has sufficient resources; and intent to complete the development and its costs can be measured reliably. Capitalised development costs are amortised on a straight-line basis over the period of their expected benefit, being their finite life of 10 years.

Significant costs associated with software are deferred and amortised on a straight-line basis over the period of their expected benefit, being their finite life of three years.

i. Non-current assets held for disposal

Non-current assets and disposal groups are classified as held for sale and measured at the lower of carrying amount and fair value less costs to sell, where the carrying amount will be recovered principally through sale as opposed to continued use. No depreciation or amortisation is charged against assets classified as held for sale.

Classification as "held for sale" occurs when: management has committed to a plan for immediate sale; the sale is expected to occur within one year from the date of classification; and active marketing of the asset has commenced. Such assets are classified as current assets.

A discontinued operation is a component of an entity, being a cash-generating unit (or a group of cash generating units), that either has been disposed of, or is classified as held for sale, and: represents a separate major line of business or geographical area of operations; is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or is a subsidiary acquired exclusively with the view to resale.

Impairment losses are recognised for any initial or subsequent write-down of an asset (or disposal group) classified as held for sale to fair value less costs to sell. Any reversals of impairment recognised on classification as held for sale or prior to such classification are recognised as a gain in profit or loss in the period in which it occurs.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

j. Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than deferred tax assets (see accounting policy 1d) are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in the income statement, unless the asset has previously been revalued, in which case the impairment loss is recognised as a reversal to the extent of that previous revaluation with any excess recognised through the income statement. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit on a pro rata basis.

The recoverable amount of an asset or cash-generating unit is the greater of its fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation and amortisation, if no impairment loss had been recognised.

k. Financial instruments

i. Initial recognition and measurement

A financial instrument is recognised if the Group becomes party to the contractual provisions of the instrument. Financial assets are derecognised if the Group's contractual rights to the cash flows from the financial assets expire or if the Group transfers the financial asset to another party without retaining control or substantially all risks and rewards of the asset. Financial liabilities are derecognised if the Group's obligations specified on the contract expire or are discharged or cancelled.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

ii. Non-derivative financial instruments

Non-derivative financial instruments comprise investments in equity securities, trade and other receivables, cash and cash equivalents and trade and other payables.

Non-derivative financial instruments are recognised initially at fair value plus, for instruments not at fair value through profit or loss, any directly attributable transactions costs. Subsequent to initial recognition non-derivative financial instruments are measured as described below.

iii. Classification and Subsequent Measurement

(1) *Cash and cash equivalents*
Cash and cash equivalents includes cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of nine months or less, and bank overdrafts. Bank overdrafts are shown within short-borrowings in current liabilities on the Statement of financial position.

(2) *Loans*
Loans are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and are subsequently measured at amortised cost.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

Loans are included in current assets, except for those which are not expected to mature within 12 months after the end of the reporting period.

(3) *Trade and other receivables*

Receivables are usually settled within 60 days. Receivables expected to be collected within 12 months of the end of the reporting period are classified as current assets. All other receivables are classified as non-current assets.

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less any provision for impairment. Collectability of trade and other receivables are reviewed on an ongoing basis. An impairment loss is recognised for debts which are known to be uncollectible. An impairment provision is raised for any doubtful amounts (see also 1k.vii).

(4) *Trade and other payables*

These amounts represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid and stated at their amortised cost. The amounts are unsecured and are generally settled on 30 day terms.

(5) *Share capital*

Ordinary issued capital is recorded at the consideration received. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity, net of any related income tax benefit. Ordinary issued capital bears no special terms or conditions affecting income or capital entitlements of the shareholders.

iv. Amortised cost

Amortised cost is calculated as the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments and any reduction for impairment, and adjusted for any cumulative amortisation of the difference between that initial amount and the maturity amount calculated using the effective interest method.

v. Fair value

Fair value is determined based on current bid prices for all quoted investments. Valuation techniques are applied to determine the fair value for all unlisted securities, including recent arm's length transactions, reference to similar instruments and option pricing models.

vi. Effective interest method

The effective interest method is used to allocate interest income or interest expense over the relevant period and is equivalent to the rate that discounts estimated future cash payments or receipts (including fees, transaction costs and other premiums or discounts) over the expected life (or when this cannot be reliably predicted, the contractual term) of the financial instrument to the net carrying amount of the financial asset or financial liability. Revisions to expected future net cash flows will necessitate an adjustment to the carrying amount with a consequential recognition of an income or expense item in profit or loss.

vii. Impairment

A financial asset is assessed at each reporting date to determine whether there is any objective evidence that it is impaired. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate.

Financial assets are tested for impairment on an individual basis.

All impairment losses are recognised in the income statement.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at amortised cost the reversal is recognised in the income statement.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

viii. Derecognition

Financial assets are derecognised where the contractual rights to cash flow expires or the asset is transferred to another party whereby the entity no longer has any significant continuing involvement in the risks and benefits associated with the asset. Financial liabilities are derecognised where the related obligations are either discharged, cancelled or expired. The difference between the carrying value of the financial liability extinguished or transferred to another party and the fair value of consideration paid, including the transfer of non-cash assets or liabilities assumed, is recognised in profit or loss.

ix. Finance income and expenses

Finance income comprises interest income on funds invested (including available-for-sale financial assets), gains on the disposal of available-for-sale financial assets and changes in the fair value of financial assets at fair value through profit or loss. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Financial expenses comprise interest expense on borrowings calculated using the effective interest method, unwinding of discounts on provisions, changes in the fair value of financial assets at fair value through profit or loss and impairment losses recognised on financial assets. All borrowing costs are recognised in profit or loss using the effective interest method.

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to prepare for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in income in the period in which they are incurred.

Foreign currency gains and losses are reported on a net basis.

l. Investments in associates

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the entity but is not control or joint control of those policies. Investments in associates are accounted for in the consolidated financial statements by applying the equity method of accounting, whereby the investment is initially recognised at cost (including transaction costs) and adjusted thereafter for the post-acquisition change in the Group's share of net assets of the associate. In addition, the Group's share of the profit or loss of the associate is included in the Group's profit or loss.

The carrying amount of the investment includes, when applicable, goodwill relating to the associate. Any discount on acquisition, whereby the Group's share of the net fair value of the associate exceeds the cost of investment, is recognised in profit or loss in the period in which the investment is acquired.

Profits and losses resulting from transactions between the Group and the associate are eliminated to the extent of the Group's interest in the associate.

When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group discontinues recognising its share of further losses unless it has incurred legal or constructive obligations or made payments on behalf of the associate. Upon the associate subsequently making profits, the Group will resume recognising its share of those profits once its share of the profits equals the share of the losses not recognised.

m. Employee benefits

i. Short-term benefits

Liabilities for employee benefits for wages, salaries, National Insurance, superannuation, and leave that are expected to be settled within 12 months of the reporting date represent present obligations resulting from employees' services provided to the reporting date and are calculated at undiscounted amounts based on remuneration wage and salary rates that the Group expects to pay at the reporting date including related on-costs, such as workers compensation insurance and payroll tax. Liabilities for employee benefits expected to be settled in excess of the 12 months from reporting date are recognised as non-current liabilities. Due to the age of the Group, no such liabilities are currently recognised in the Group.

National Insurance (**NICs**) is a system of contributions paid by workers and employers towards the cost of certain state benefits in the United Kingdom. It is contributory system of insurance against illness and unemployment, retirement pensions, and other benefits

Note 1 Statement of significant accounting policies

Non-accumulating non-monetary benefits, such as medical care, housing and relocation costs, cars and free or subsidised goods and services, are expensed based on the net marginal cost to the Group as the benefits are taken by the employees.

ii. Retirement benefit obligations: Defined contribution superannuation funds

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions onto a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution superannuation funds are recognised as an expense in the income statement as incurred.

iii. Termination benefits

When applicable, the Group recognises a liability and expense for termination benefits at the earlier of: (a) the date when the Group can no longer withdraw the offer for termination benefits; and (b) when the Group recognises costs for restructuring pursuant to AASB 137 *Provisions, Contingent Liabilities and Contingent Assets* and the costs include termination benefits. In either case, unless the number of employees affected is known, the obligation for termination benefits is measured on the basis of the number of employees expected to be affected. Termination benefits that are expected to be settled wholly before 12 months after the annual reporting period in which the benefits are recognised are measured at the (undiscounted) amounts expected to be paid. All other termination benefits are accounted for on the same basis as other long-term employee benefits.

iv. Equity-settled compensation

The Group operates an employee share option plan. The fair value of options granted is recognised as an employee expense with a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the options. The fair value of the options granted is measured using the Black-Scholes pricing model, taking into account the terms and conditions upon which the options were granted. The amount recognised is adjusted to reflect the actual number of share options that vest except where forfeiture is only due to market conditions not being met.

n. Provisions

Provisions are recognised when the Group has a legal or constructive obligation, as a result of past events, for which it is probable that an outflow of economic benefits will results and that outflow can be reliably measured.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, when appropriate, the risks specific to the liability.

o. Leases

Leases of fixed assets where substantially all the risks and benefits incidental to the ownership of the asset, but not the legal ownership, are transferred to entities in the Group are classified as finance leases.

Leased assets are depreciated on a straight-line basis over their estimated useful lives where it is likely that the Group will obtain ownership of the asset or over the term of the lease.

Lease payments for operating leases, where substantially all the risks and benefits remain with the lessor, are recognised in the income statement on a straight-line basis over the term of the lease.

Lease incentives under operating leases are recognised as a liability and amortised on a straight-line basis over the life of the lease term.

p. Revenue and other income

Interest revenue is recognised in accordance with note 1k.ix Finance income and expenses.

Revenue is measured at the fair value of the consideration received or receivable after taking into account any trade discounts and volume rebates allowed. When the inflow of consideration is deferred, it is treated as the provision of financing and is discounted at a rate of interest that is generally accepted in the market for similar arrangements. The difference between the amount initially recognised and the amount ultimately received is interest revenue.

All revenue is stated net of the amount of value added taxes (note 1d.ii Value-added taxes).

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

q. Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. All operating segments' results are regularly reviewed by the Group's Managing Director to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

r. Critical Accounting Estimates and Judgments

Management discusses with the Board the development, selection and disclosure of the Group's critical accounting policies and estimates and the application of these policies and estimates. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

i. Key judgements and estimates – Business Combinations

Refer note 3 Business combinations on page 42.

ii. Key Estimate – Taxation

Refer Note 7 Income Tax on page 47.

iii. Key Judgments – Environmental Issues

Balances disclosed in the financial statements and notes thereto are not adjusted for any pending environmental legislation, and the directors understanding thereof. At the current stage of the company's development and its current environmental impact, the directors believe such treatment is reasonable and appropriate.

s. New, revised or amending Accounting Standards and Interpretations adopted

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations (**AASB**) issued by the Australian Accounting Standards Board (AASB Board) that are mandatory for the current reporting period.

Any new, revised or amending AASBs that are not yet mandatory have not been early adopted.

The adoption of these AASBs did not have any significant impact on the financial performance or position of the Group.

The following AASBs are most relevant to the Group:

i. *AASB 2012-3 Amendments to Australian Accounting Standards - Offsetting Financial Assets and Financial Liabilities*

The Group has applied AASB 2012-3 from 1 July 2014. The amendments add application guidance to address inconsistencies in the application of the offsetting criteria in AASB 132 *Financial Instruments: Presentation*, by clarifying the meaning of 'currently has a legally enforceable right of set-off'; and clarifies that some gross settlement systems may be considered to be equivalent to net settlement.

ii. *AASB 2012-3 Amendments to AASB 136 - Recoverable Amount Disclosures for Non-Financial Assets*

The Group has applied AASB 2013-3 from 1 July 2014. The disclosure requirements of AASB 136 'Impairment of Assets' have been enhanced to require additional information about the fair value measurement when the recoverable amount of impaired assets is based on fair value less costs of disposals. Additionally, if measured using a present value technique, the discount rate is required to be disclosed.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

iii. *AASB 2014-1 Amendments to Australian Accounting Standards (Parts A to C)*

The Group has applied Parts A to C of AASB 2014-1 from 1 July 2014. These amendments affect the following standards: AASB 2 Share-*based Payments*: clarifies the definition of 'vesting condition' by separately defining a 'performance condition' and a 'service condition' and amends the definition of 'market condition'; AASB 3 *Business Combinations*: clarifies that contingent consideration in a business combination is subsequently measured at fair value with changes in fair value recognised in profit or loss irrespective of whether the contingent consideration is within the scope of AASB 9; AASB 8 *Operating Segments*: amended to require disclosures of judgements made in applying the aggregation criteria and clarifies that a reconciliation of the total reportable segment assets to the entity's assets is required only if segment assets are reported regularly to the chief operating decision maker; AASB 13 *Fair Value Measurement*: clarifies that the portfolio exemption applies to the valuation of contracts within the scope of AASB 9 and AASB 139; AASB 116 *Property, Plant and Equipment* and AASB 138 *Intangible Assets*: clarifies that on revaluation, restatement of accumulated depreciation will not necessarily be in the same proportion to the change in the gross carrying value of the asset; AASB 124 *Related Party Disclosures*: extends the definition of 'related party' to include a management entity that provides KMP services to the entity or its parent and requires disclosure of the fees paid to the management entity; AASB 140 *Investment Property*: clarifies that the acquisition of an investment property may constitute a business combination

t. New Accounting Standards and Interpretations not yet mandatory or early adopted

AASBs that have recently been issued or amended but are not yet mandatory, have not been early adopted by the Group for the annual reporting period ended 30 June 2015. The Group's assessments of the impact of these new or amended AASBs, most relevant to the Group, are set out below.

i. AASB 9 *Financial Instruments*

This standard is applicable to annual reporting periods beginning on or after 1 January 2018. The standard replaces all previous versions of AASB 9 and completes the project to replace IAS 39 *Financial Instruments: Recognition and Measurement*. AASB 9 introduces new classification and measurement models for financial assets. A financial asset shall be measured at amortised cost, if it is held within a business model whose objective is to hold assets in order to collect contractual cash flows, which arise on specified dates and solely principal and interest. All other financial instrument assets are to be classified and measured at fair value through profit or loss unless the entity makes an irrevocable election on initial recognition to present gains and losses on equity instruments (that are not held-for-trading) in other comprehensive income (**OCI**).

For financial liabilities, the standard requires the portion of the change in fair value that relates to the entity's own credit risk to be presented in OCI (unless it would create an accounting mismatch). New simpler hedge accounting requirements are intended to more closely align the accounting treatment with the risk management activities of the entity. New impairment requirements will use an 'expected credit loss' (**ECL**) model to recognise an allowance. Impairment will be measured under a 12-month ECL method unless the credit risk on a financial instrument has increased significantly since initial recognition in which case the lifetime ECL method is adopted. The standard introduces additional new disclosures.

The Group will adopt this standard from 1 July 2018 but the impact of its adoption is yet to be assessed by the Group.

ii. AASB 15 *Revenue from Contracts with Customers*

This standard is applicable to annual reporting periods beginning on or after 1 January 2017. The standard provides a single standard for revenue recognition. The core principle of the standard is that an entity will recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

The standard will require: contracts (either written, verbal or implied) to be identified, together with the separate performance obligations within the contract; determine the transaction price, adjusted for the time value of money excluding credit risk; allocation of the transaction price to the separate performance obligations on a basis of relative stand-alone selling price of each distinct good or service, or estimation approach if no distinct observable prices exist; and recognition of revenue when each performance obligation is satisfied. Credit risk will be presented separately as an expense rather than adjusted to revenue.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 1 Statement of significant accounting policies

For goods, the performance obligation would be satisfied when the customer obtains control of the goods. For services, the performance obligation is satisfied when the service has been provided, typically for promises to transfer services to customers. For performance obligations satisfied over time, an entity would select an appropriate measure of progress to determine how much revenue should be recognised as the performance obligation is satisfied.

Contracts with customers will be presented in an entity's statement of financial position as a contract liability, a contract asset, or a receivable, depending on the relationship between the entity's performance and the customer's payment. Sufficient quantitative and qualitative disclosure is required to enable users to understand the contracts with customers; the significant judgments made in applying the guidance to those contracts; and any assets recognised from the costs to obtain or fulfil a contract with a customer.

The Group will adopt this standard from 1 July 2017 but the impact of its adoption is yet to be assessed by the Group.

u. Adjustments made subsequent to the lodgement of the ASX Appendix 4E

Subsequent to the lodgement of the ASX Appendix 4E:

i. Loss after tax increased by $191,973 due to:
   (1) Reductions in – Business Development: $50,000; Depreciation and amortisation $157,082; Management fees: $24,997; Revenue and other income: $146,776; Income tax benefit: $221,469; other reductions: $8,487; and
   (2) Increases in – Rent and utilities: $42,236, Other expenses: $21,298.

ii. Other comprehensive income decreased by $197,408 due to reductions in – Foreign currency movement: $205,745; Other: 8,338.

iii. Total assets decreased by $1,588,255 due to an decrease in trade and other receivables of $167,284; a decrease in intangibles of $1,420,941

iv. Total liabilities decreased by $886,469 due to decreases in trade and other payables of $552,999, short-term provisions of $238,040, deferred tax liabilities of $95,430.

v. Total equity decrease by $701,756 due to reductions in reserves of $205,745 and non-controlling interest of $542,261, and accumulated losses of $46,250.

Note 2 Company details

The registered office and principal place of business of the Company is:

Address:

Street:	Level 1, 11 Ventnor Avenue
	West Perth WA 6005
Postal:	PO Box 52
	West Perth WA 6872
Telephone:	+61 (0)8 6141 3570
Facsimile:	+61 (0)8 6141 3599
Website:	www.yonderbeyond.com
Email:	info@yonderbeyond.com

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 3 Business combinations and acquisitions of controlled entities

a. Yonder and Beyond Group Limited

On 20 February 2015, Yonder and Beyond Group Limited (formerly Quintessential Resources Limited)(**Y&B**), acquired 100% of the ordinary share capital and voting rights in Yonder and Beyond Limited (**Yonder**) as detailed in the prospectus and supplementary prospectus announced by the Company.

Under AASB 3 *Business Combinations* (**AASB 3**) this is treated as a 'reverse acquisition', whereby the accounting acquirer is deemed to be Yonder and Y&B is deemed to be the accounting acquiree. Refer to the effect upon the basis of preparation at note 1a.iii Reverse acquisition on page 28.

i. Acquisition consideration

As consideration for the issued capital of Yonder, Y&B issued the following:

- 37,875,000 shares to the shareholders of Yonder at 20c for a total consideration of $7,575,000;
- 15,000,000 replacement unlisted Tranche 1 Performance Options to performance option holders of Yonder;
- 10,000,000 replacement unlisted Tranche 2 Performance Options to performance option holders of Yonder;
- 10,000,000 replacement unlisted Tranche 3 Performance Options to performance option holders of Yonder;
- 1,500,000 replacement unlisted options to option holders of Yonder.

No cash was paid as part of the acquisition consideration

ii. Fair value of consideration transferred

Under the principles of AASB 3, the transaction between Y&B and Yonder is treated as a reverse acquisition. As such, the assets and liabilities of the legal subsidiary (the accounting acquirer), being Yonder, are measured at their pre-combination carrying amounts. The assets and liabilities of the legal parent (accounting acquiree), being Y&B are measured at fair value on the date of acquisition.

The consideration in a reverse acquisition is deemed to have been incurred by the legal subsidiary (Yonder) in the form of equity instruments issued to the shareholders of the legal parent entity (Y&B). The acquisition-date fair value of the consideration transferred has been determined by reference to the fair value of the number of shares the legal subsidiary (Yonder) would have issued to the legal parent entity Y&B to obtain the same ownership interest in the combined entity.

iii. Goodwill (Corporate transaction accounting expense)

Goodwill is calculated as the difference between the fair value of consideration transferred less the fair value of the identified net assets of the legal parent, being Y&B. Details of the transaction are as follows:

	Fair value $
Fair value of consideration transferred	6,820,819
Fair value of assets and liabilities held at acquisition date:	
Cash	4,509,175
Trade and other receivables	23,136
Other current assets	6,901
Loans	500,000
Trade and other payables	(504,018)
Other liabilities	(67,841)
Fair value of identifiable assets and liabilities assumed	4,467,353
Goodwill (Corporate transaction accounting expense)	2,353,466

The goodwill calculated above represents goodwill in Y&B; however this has not been recognised. Instead the deemed fair value of the interest in Yonder issued to existing Y&B shareholders to effect the combination (the consideration for the acquisition of the public shell company) was recognised as an expense in the income statement. This expense has been presented as a "Corporate transaction accounting expense" on the face of the consolidated statement profit or loss and comprehensive income"

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 3 Business combinations (cont.)

b. Boppl Limited (UK)

On 4 August 2014, Yonder and Beyond Limited (**Yonder**) acquired 72.6% of the ordinary share capital and voting rights in Boppl Limited (**Boppl**) from Mr Fernando. At the date of acquisition, Mr Fernando controlled both Yonder and Boppl.

i. Business combinations under common control (BCUCC)

BCUCCs are outside the scope of AASB 3 when the same group of individuals has, as a result of contractual arrangements, ultimate collective power to govern the financial and operating policies of each of the combining entities so as to obtain benefits from their activities, and that ultimate collective power is not transitory. Yonder's acquisition of Boppl is deemed a BCUCC.

The Group accounts for BCUCC transactions as follows:

- The assets and liabilities of the acquiree are recognised at their previous carrying amounts;
- No adjustments are made to reflect fair values and no new assets and liabilities of the acquiree are recognised at the date of the business combination;
- No new goodwill is recognised.
- Any difference between the acquired net assets and the consideration is recognised directly in equity in the 'Business combinations under common control reserve (**BCUCC reserve**)'. (refer note 21a)

ii. Excess value of investment acquired over carrying value assets and liabilities assumed

Excess value is calculated as the difference between the value of investment acquired less the carrying value of the assets and liabilities of acquiree, being Boppl. Any excess value is applied to the BCUCC reserve. Details of the transaction are as follows:

	Fair value $
Consideration exchanged (being 102,304,722 shares in Yonder at $0.0133 per share; 9,127,733 shares in Yonder at $0.0164 per share; and $487,000 in cash)	1,911,455
Carrying value of assets and liabilities held at acquisition date:	
- Trade and other receivables	225
- Loans	70,419
- Other current assets	521
- Property, plant, and equipment	11,674
- Trade and other payables	(319,264)
- Other liabilities	(121,761)
Carrying value assets and liabilities assumed	(358,186)
- Non-controlling interest on acquisition	(98,107)
Excess value of investment acquired over carrying value assets and liabilities assumed	2,171,534

c. Prism Digital Limited

On 31 July 2014, Yonder and Beyond Limited (**Yonder**) acquired 60.0% of the ordinary share capital and voting rights in Prism Digital Limited (**Prism**) from Mr Fernando. At the date of acquisition, Mr Fernando controlled both Yonder and Prism.

i. Business combinations under common control (BCUCC)

Yonder's acquisition Prism is deemed a BCUCC. Consequently, this acquisition is accounted for in accordance note 3b.i

ii. Excess value of investment acquired over carrying value assets and liabilities assumed

Excess value is calculated as the difference between the value of investment acquired less the carrying value of the assets and liabilities of acquiree, being Prism. Any excess value is applied to the BCUCC reserve. Details of the transaction are as follows:

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 3 Business combinations (cont.)

	Fair value $
Consideration exchanged (being 124,060,150 shares in Yonder at $0.0133 per share)	1,650,000
Carrying value of assets and liabilities held at acquisition date:	
Cash	146,221
Trade and other receivables	105,399
Property, plant, and equipment	6,877
Trade and other payables	(176,962)
Deferred tax	(837)
Carrying value assets and liabilities assumed	80,698
Non-controlling interest on acquisition	32,279
Excess value of investment acquired over carrying value assets and liabilities assumed	1,601,581

d. **Wondr.it Limited**

On 31 July 2014, Yonder and Beyond Limited (**Yonder**) acquired 100.0% of the ordinary share capital and voting rights in Wondr.it Limited (**Wondr**) from Mr Fernando. At the date of acquisition, Mr Fernando controlled both Yonder and Wondr.

i. Business combinations under common control (BCUCC)

Yonder's acquisition Wondr is deemed a BCUCC. Consequently, this acquisition is accounted for in accordance note 3b.i

ii. Excess value of investment acquired over carrying value assets and liabilities assumed

Excess value is calculated as the difference between the value of investment acquired less the carrying value of the assets and liabilities of acquiree, being Wondr. Any excess value is applied to the BCUCC reserve. Details of the transaction are as follows:

	Fair value $
Consideration exchanged (being 55,639,098 shares in Yonder at $0.0133 per share)	740,000
Carrying value of assets and liabilities held at acquisition date:	
Cash	181
Trade and other receivables	1,809
Loans	(189,892)
Carrying value assets and liabilities assumed	(187,902)
Excess value of investment acquired over carrying value assets and liabilities assumed	927,902

e. **Gophr Limited**

On 19 February 2015, Yonder and Beyond Limited (**Yonder**), acquired 75% of the ordinary share capital and voting rights in Gophr Limited (**Gopher**). This transaction constitutes a business combination under AASB 3.

i. Acquisition consideration

- As consideration for the issued capital of Gophr, Yonder provided consideration of $295,635 (£150,000), including a conversion of a loan of $256,999 (£130,397).

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 3 Business combinations (cont.)

ii. Goodwill

Goodwill is calculated as the difference between the fair value of consideration transferred less the fair value of the identified net assets of the acquired. Details of the transaction are as follows:

	Fair value $
Fair value of consideration transferred	295,635
Fair value of identifiable assets and liabilities held at acquisition date:	
Cash	1,117
Trade and other receivables	322,413
Property, plant, and equipment	10,482
Intellectual property	49,415
Trade and other payables	(77,909)
Deferred tax liabilities	(7,412)
Fair value of identifiable assets and liabilities assumed	298,106
Non-controlling interest on acquisition	2,471
Goodwill	-

Note 4 Revenue and other income

	Note	2015 $	24 February 2014 to 30 June 2014 $
a. Revenue			
Sales		1,318,409	-
External management fees		203,751	-
Interest revenue		16,038	-
Total revenue		1,538,198	-
b. Other Income			
Foreign exchange gain / (loss)		(24,269)	-
Loans forgiven		-	97,774
On-charge of rent		-	39,587
Research and development grant income		872,209	-
Other		1,071	-
Total Other Income		849,011	137,361

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 5 Profit / (loss) before income tax

The following significant revenue and expense items are relevant in explaining the financial performance:

	Note	2015 $	24 February 2014 to 30 June 2014 $
a. Depreciation and amortisation:			
Depreciation and amortisation of plant and equipment		20,447	-
Amortisation of intangibles	14b	5,371	-
		25,818	-
b. Employment costs:			
Contractors and consultants		1,169,681	-
Directors fees		37,898	-
Increase / (decrease) in employee benefits provisions		143,605	-
Superannuation and National Insurance Contributions		158,275	-
Wages and salaries		1,948,386	330,830
Other employment related costs		72,138	-
		3,529,983	330,830

Note 6 Auditors' remuneration

	Note	2015 $	24 February 2014 to 30 June 2014 $
Remuneration of the auditors of the Group for:			
Auditing or reviewing the financial reports			
Moore Stephens		27,500	-
Bentleys		39,853	5,000
		67,353	5,000
Non-audit servicers:			
Investigation accountants reports of the auditors		18,200	-
Taxation services provided by a related practice of the auditors		7,300	-
		25,500	-
		92,853	5,000

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 7 Income tax

	Note	2015 $	24 February 2014 to 30 June 2014 $
a. Income tax expense / (benefit)			
Current tax		32,729	-
Deferred tax		-	-
Tax rebate for Research and Development		-	-
		32,729	-
Deferred income tax expense included in income tax expense comprises:			
Increase / (decrease) in deferred tax assets	7e	43,953	-
(Increase) / decrease in deferred tax liabilities	7f	(43,953)	-
		-	-
b. Reconciliation of income tax expense to prima facie tax payable			
The prima facie tax payable / (benefit) on loss from ordinary activities before income tax is reconciled to the income tax expense as follows:			
Prima facie tax on operating loss at 30% (2014: 30%)		(1,441,067)	(92,402)
Add / (Less) tax effect of:			
Assessable/(non-assessable) income		(261,663)	-
Non-deductible expenses		1,238,057	-
International tax rate differences		59,689	31,556
Effect of unrecognised temporary difference		-	71,994
Deferred tax asset not brought to account		437,600	-
Previously unrecognised deferred assets			17,134
Other		113	(28,282)
Income tax expense / (benefit) attributable to operating loss		32,729	-
		%	%
Applicable weighted average effective tax rates attributable to operating profit		nil	nil
		$	$
Balance of franking account at year end		nil	nil
c. Current tax assets			
Current tax asset		-	-
		-	-
d. Current tax liabilities			
Current tax liabilities		57,708	-
		57,708	-

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 7 Income tax (cont.)	Note	2015 $	2014 $
e. Deferred tax assets			
Payables, accrued expenses, and provisions		123,937	17,134
Other		186,490	-
Tax losses		673,169	71,994
		983,596	89,128
Set-off deferred tax liabilities	7f	(43,953)	-
Net deferred tax assets		939,643	89,128
Less deferred tax assets not recognised		(939,643)	(89,128)
Net tax assets		-	-
f. Deferred tax liabilities			
Revaluation of Investments		49,784	-
Property Plant and Equipment		1,512	-
Other		36	-
		51,332	-
Set-off deferred tax assets	7e	(43,953)	-
Net deferred tax liabilities		7,379	-
g. Tax losses			
Unused tax losses for which no deferred tax asset has been recognised, that may be utilised to offset tax liabilities:			
Deductible temporary differences		310,427	-
Revenue losses		673,169	-
Capital losses		-	-
		983,596	-

Potential deferred tax assets attributable to tax losses have not been brought to account at 30 June 2015 because the directors do not believe it is appropriate to regard realisation of the deferred tax assets as probable at this point in time. These benefits will only be obtained if:

i. the Group derives future assessable income of a nature and of an amount sufficient to enable the benefit from the deductions for the loss to be realised;

ii. the company continues to comply with conditions for deductibility imposed by law; and

iii. no changes in tax legislation adversely affect the Group in realising the benefit from the deductions for the loss.

Balances disclosed in the financial statements and the notes thereto, related to taxation, are based on the best estimates of directors. These estimates take into account both the financial performance and position of the company as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents that directors' best estimate, pending an assessment by tax authorities in relevant jurisdictions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2015

Note 8 Earnings per share (EPS)

	Note	2015 $	24 February 2014 to 30 June 2014 $
a. Reconciliation of earnings to profit or loss			
(Loss) / profit for the year		(4,836,284)	(308,007)
Less: loss attributable to non-controlling equity interest		(132,821)	-
(Loss) / profit used in the calculation of basic and diluted EPS		(4,703,463)	(308,007)

	Note	2015 No.	24 February 2014 to 30 June 2014 No.
b. Weighted average number of ordinary shares outstanding during the year used in calculation of basic EPS		49,412,553	24,487

	Note	2015 ¢	24 February 2014 to 30 June 2014 ¢
c. Earnings per share			
Basic EPS (cents per share)	8d	(9.52)	(1,257.84)

d. The Group does not report diluted earnings per share where options would not result in the issue of ordinary shares for less than the average market price during the period (out of the money). In addition, the Group does not report diluted earnings per share on annual losses generated by the Group. At the end of the 2015 financial year, the Group had 42,547,500 unissued shares under options that were out of the money which are anti-dilutive (2014: -).

e. As noted in 1a.iii, the equity structure in these consolidated financial statements following the reverse acquisition reflects the equity structure of Y&B, being the legal acquirer (the accounting acquiree), including the equity interests issued by Y&B to effect the business combination.

i. In calculating the weighted average number of ordinary shares outstanding (the denominator of the EPS calculation) for the year ended 30 June 2015:

(1) the number of ordinary shares outstanding from 1 July 2014 to 20 February 2015 (acquisition date) are computed on the basis of the weighted average number of ordinary shares of Yonder, (legal acquiree / accounting acquirer) outstanding during the period multiplied by the exchange ratio established in the acquisition agreement; and

(2) the number of ordinary shares outstanding from 20 February 2015 to the end of year shall be the actual number of ordinary shares of Y&B outstanding during that period.

ii. The basic EPS for the period ended 2014 shall be calculated by dividing:

(1) the profit or loss of the Yonder attributable to ordinary shareholders in each of those periods by

(2) the Yonder's historical weighted average number of ordinary shares outstanding multiplied by the exchange ratio established in the acquisition agreement.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 9 Cash and cash equivalents

	2015 $	2014 $
a. Current		
Cash at bank	1,088,305	3,216
Cash held in trust for applications for ordinary seed capital	-	451,487
	1,088,305	454,703

b. The Group's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in note 28 Financial risk management on page 66.

c. Reconciliation of cash flow from operations to loss after income tax	Note	2015 $	24 February 2014 to 30 June 2014 $
Loss after income tax		(4,836,284)	(308,007)
Cash flows excluded from profit attributable to operating activities:			-
Non-cash flows in profit from ordinary activities:			
Loans forgiven		-	(97,775)
Corporate transaction accounting expense		2,353,466	-
Depreciation and amortisation		25,818	-
Share of associates loss		112,192	-
Foreign exchange gains or losses		24,269	-
Other		129,261	3,500
Changes in assets and liabilities, net of the effects of purchase and disposal of subsidiaries:			
(Increase)/decrease in trade and other receivables		(983,369)	-
(Increase)/decrease in inventories		-	-
(Increase)/decrease in other receivable and prepayments		134,183	(12,660)
Increase/(decrease) in trade and other payables		(174,429)	435,041
Increase/(decrease) in provisions		5,533	-
Increase/(decrease) in taxes		108,390	-
Cash flow from operations		(3,100,970)	20,099

d. Credit standby facilities

The Group has no credit standby facilities.

e. Non-cash investing and financing activities

Refer to note 9f below.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 9 Cash and cash equivalents (cont.)

f. Acquisition of entities

i. Yonder and Beyond Group Limited (Y&B)

On 20 February 2015, **Y&B** acquired 100% of the ordinary share capital and voting rights in Yonder and Beyond Limited (**Yonder**) as described in note 3a:

	Note	2015 $
(1) *Purchase consideration:*		
Theoretical equity consideration issued under a reverse acquisition	3a.iii	6,820,819
Total consideration		6,820,819
(2) *Cash acquired:*		
Cash held by **Y&B** at date of acquisition	3a.iii	4,509,175
Cash in-flow on acquisition		4,509,175
(3) *Assets and liabilities held at acquisition date (excluding cash) excluded from the consolidated statement of cash flow:*		
Trade and other receivables	3a.iii	23,136
Other current assets	3a.iii	6,901
Loans	3a.iii	500,000
Trade and other payables	3a.iii	(504,018)
Other liabilities	3a.iii	(67,841)

ii. Boppl Limited (UK) (Boppl)

On 4 August 2014, Yonder acquired 72.6% of the ordinary share capital and voting rights in Boppl as described in note 3b:

	Note	2015 $
(1) *Purchase consideration:*		
Consideration exchanged	3b.ii	1,911,455
Total consideration		1,911,455
(2) *Cash acquired:*		
Cash held by Boppl at date of acquisition		-
Cash in-flow on acquisition		-
(3) *Assets and liabilities held at acquisition date (excluding cash) excluded from the consolidated statement of cash flow:*		
Trade and other receivables	3b.ii	225
Loans	3b.ii	70,419
Other current assets	3b.ii	520
Property, plant, and equipment	3b.ii	11,674
Trade and other payables	3b.ii	(319,264)
Other liabilities	3b.ii	(121,761)

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 9 Cash and cash equivalents (cont.)

iii. Prism Digital Limited (**Prism**)

On 31 July 2014, Yonder acquired 60.0% of the ordinary share capital and voting rights in Prism as described in note 3c:

		2015 $
(1) *Purchase consideration:*		
Consideration exchanged	3c.ii	1,650,000
Total consideration		1,650,000
(2) *Cash acquired:*		
Cash held by Prism at date of acquisition	3c.ii	146,221
Cash in-flow on acquisition		146,221
(3) *Assets and liabilities held at acquisition date (excluding cash) excluded from the consolidated statement of cash flow:*		
Trade and other receivables	3c.ii	105,399
Property, plant, and equipment	3c.ii	6,877
Trade and other payables	3c.ii	(176,962)
Deferred tax	3c.ii	(837)

iv. Wondr.it Limited (UK) (**Wondr**)

On 31 July 2014, Yonder acquired 100.0% of the ordinary share capital and voting rights in Wondr as described in note 3d:

		2015 $
(1) *Purchase consideration:*		
Consideration exchanged	3d.ii	740,000
Total consideration		740,000
(2) *Cash acquired:*		
Cash held by Wondr at date of acquisition		181
Cash in-flow on acquisition		181
(3) *Assets and liabilities held at acquisition date (excluding cash) excluded from the consolidated statement of cash flow:*		
Trade and other receivables	3d.ii	1,809
Loans	3d.ii	(189,892)

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 9 Cash and cash equivalents (cont.)

		2015 $
v. Gophr Limited (Gophr)		
On 19 February 2015, Yonder acquired 75.0% of the ordinary share capital and voting rights in Gophr as described in note 3e:		
(1) *Purchase consideration:*		
Consideration exchanged	3e.i	295,635
Total consideration		295,635
(2) *Cash acquired:*		
Cash held by Gophr at date of acquisition	3e.ii	1,117
Cash in-flow on acquisition		1,117
(3) *Assets and liabilities held at acquisition date (excluding cash) excluded from the consolidated statement of cash flow:*		
Trade and other receivables	3e.ii	322,413
Property, plant, and equipment	3e.ii	10,482
Intellectual property	3e.ii	49,415
Trade and other payables	3e.ii	(59,801)
Provisions	3e.ii	(18,108)
Deferred tax	3e.ii	(7,412)

Note 10 Trade and other receivables

	Note	2015 $	2014 $
a. Current			
Value-added tax receivable	10b	-	12,661
Trade debtors		212,618	-
Accrued R&D grant receivable		872,209	-
Share issue costs	10c	-	114,511
Other receivables		27,301	-
		1,112,128	127,172

b. Value-added tax (VAT) is a generic term for the broad-based consumption taxes that the Group is exposed to such as: Australia (GST) and in the United Kingdom (VAT).

c. Share issue costs relate to capital raising completed subsequent to year end.

d. The Group's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in note 28 Financial risk management on page 66.

Note 11 Non-current assets held for disposal

	Note	2015 $	2014 $
Current			
Property, plant and equipment (held in Papua New Guinea)		1,957	-
		1,957	-

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 12 Financial assets

	Note	2015 $	2014 $
a. Current			
Shares in other companies – available for sale (at fair value)	12a.i	1,122,946	-
		1,122,946	-

i. The Group holds 4,133,303 shares in MySquar Limited (MYSQ) and 1,500,000 shares in Connexion Media Limited (**CXZ**). The fair value of these shares at 30 June 2015 was based on the LSX:AIM and ASX quoted market values respectively. These shares are classified as Tier 1 financial assets.

b. Non-current	Note	2015 $	2014 $
Shares held in other companies – available for sale (at cost)	12b.i	1,305,900	-
Options held in other companies – available for sale	12b.ii	33,000	-
Loans to other companies		260,000	-
		1,598,900	-

i. The Group holds a 10% investment in an unlisted company based in the United States of America. Of the carrying value the investment, $1,240,605 (US$950,000) remains payable through the ongoing provision of management services (US$25,000 per month). As the investment is not listed, the Group believes cost is currently the best representation of fair value.

ii. The Group holds 1,000,000 options in Connexion Media Limited (**CXZO**). The fair value of these shares at 30 June 2015 was based on the ASX quoted market value. These options are classified as Tier 1 financial assets.

c. Fair value hierarchy

The following tables detail the Group's assets, measured or disclosed at fair value, using a three level hierarchy, based on the lowest level of input that is significant to the entire fair value measurement, as disclosed in note 1e.ii.

2015	Level 1 $	Level 2 $	Level 3 $	Total $
Assets				
Shares – available for sale	1,122,946	-	-	1,122,946
Options – available for sale12b.i	33,000	-	-	33,000
Total	1,155,946	-	-	1,155,946

2014

No assets were held at fair value during the year

Note 13 Property, plant, and equipment

	Note	2015 $	2014 $
Non-current			
Plant and equipment		61,598	-
Accumulated depreciation		(46,343)	-
Total plant and equipment		15,255	-

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 14 Intangible assets

	Note	2015 $	2014 $
a. Non-current			
Intellectual property – software (**IP Software**)	3e.ii	50,461	-
Accumulated amortisation		(5,371)	-
		45,090	-

b. Movements in Carrying Amounts	Note	IP Software $
Carrying amount at the beginning of year		-
Additions		1,046
Acquired through business combinations	3e.ii	49,415
Amortisation expense		(5,371)
Carrying amount at the end of year		45,090

Note 15 Controlled entities

a. Legal parent entity

Yonder and Beyond Group Limited is the ultimate parent of the Group (refer to note 1a.iii).

i. Legal subsidiaries	Country of Incorporation	Class of Shares	Percentage Owned 2015	Percentage Owned 2014
Quintessential Resources (PNG) Ltd	Papua New Guinea	Ordinary	90.0%	90.0%
Yonder and Beyond Ltd	Australia	Ordinary	100.0%	-
Y & B Australia Pty Ltd	Australia	Ordinary	100.0%	-
Yonder and Beyond Ltd	United Kingdom	Ordinary	100.0%	-
Yonder and Beyond, Inc.	United States of America	Ordinary	100.0%	-
Boppl Limited (UK)	United Kingdom	Ordinary	72.6%	-
Boppl (Australia) Pty Ltd	Australia	Ordinary	72.6%	-
Prism Digital Limited	United Kingdom	Ordinary	60.0%	-
Wondr.it Limited	United Kingdom	Ordinary	100.0%	-
Gophr Limited	United Kingdom	Ordinary	75.0%	-

b. Account parent entity

Yonder and Beyond Ltd is the accounting parent of the Group (refer to note 1a.iii).

i. Accounting subsidiaries	Country of Incorporation	Class of Shares	Percentage Controlled 2015	Percentage Controlled 2014
Yonder and Beyond Group Limited	Australia	Ordinary	100.0%	-
Quintessential Resources (PNG) Ltd	Papua New Guinea	Ordinary	90.0%	-
Y & B Australia Pty Ltd	Australia	Ordinary	100.0%	100.0%
Yonder and Beyond Ltd	United Kingdom	Ordinary	100.0%	100.0%
Yonder and Beyond, Inc.	United States of America	Ordinary	100.0%	100.0%
Boppl Limited (UK)	United Kingdom	Ordinary	72.6%	-
Boppl (Australia) Pty Ltd	Australia	Ordinary	72.6%	-
Prism Digital Limited	United Kingdom	Ordinary	60.0%	-
Wondr.it Limited	United Kingdom	Ordinary	100.0%	-
Gophr Limited	United Kingdom	Ordinary	75.0%	-

c. Investments in subsidiaries are accounted for at cost.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 16 Associates

a. Information about principal associates

The entity listed below has share capital consisting solely of ordinary shares. The proportion of ordinary shares held by the Group equals the voting rights held by the Group. The entity's place of incorporation is its principal place of business.

	Place of Incorporation / Business	Measurement Bases	Proportion of Ordinary Share Interests/ Participating Share		Carrying Amount	
			2015 %	2014 %	2015 $	2014 $
Meu Mobile Pty Ltd[1]	Australia	Equity method	45.0	-	287,808	-

[1] MeU Mobile Pty Ltd (MeU) is a mobile virtual network operator (MVNO) and Australia's first Social Mobile Network™. MeU offers Australians mobile network plans utilising the Telstra Wholesale Network. MeU will be Australia's first Social Mobile Network™ and uses a platform that connects members both socially and with MeU's customer centric service representatives.

b. Summarised financial information for associates

Set out below is the summarised financial information for the Group's investments in associates. Unless otherwise stated, the disclosed information reflects the amounts presented in the Australian Accounting Standards financial statements of the associate. The following summarised financial information, however, reflects the adjustments made by the Group when applying the equity method, including adjustments for any differences in accounting policies between the Group and the associate:

	MeU Mobile Pty Ltd 2015 $	2014 $
i. Summarised financial position		
Total current assets	89,993	-
Total non-current assets	1,422,010	-
Total current liabilities	(156,469)	-
Total non-current liabilities	(423,220)	-
Net assets	932,314	-
Group's share (%)	45%	-
Group's share of associate's net assets	419,541	-
ii. Summarised financial performance		-
Revenue	122,465	-
Loss after tax from continuing operations	(249,316)	-
Other comprehensive income	-	-
Total comprehensive income	(249,316)	-
Group's share of associate's profit after tax from continuing operations	(112,192)	-
Group's share of associate's other comprehensive income	-	-
iii. Reconciliation to Carrying Amounts		
Group's share of associate's opening net assets	-	-
Investments during the period	400,000	-
Group's share of associate's profit after tax from continuing operations	(112,192)	-
Group's share of associate's closing net assets (carrying amount of investment)	287,808	-

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 17 Trade and other payables

	Note	2015 $	2014 $
a. Current			
Unsecured			
Amounts due to investee companies		1,124,475	-
Trade payables	17b	614,314	130,581
Other payables		134,398	-
Employment liabilities		871,357	304,459
Value-added and other taxes payable	10b	60,758	-
Unallocated application funds		-	451,487
		2,805,302	886,527

b. Trade payables are non-interest bearing and usually settled within the lower of terms of trade or 30 days.

c. The Group's exposure to interest rate risk and a sensitivity analysis for financial assets and liabilities are disclosed in note 28 Financial risk management on page 66.

NOTE 18 Borrowings

	Note	2015 $	2014 $
a. Current			
Short-term borrowings		22,619	-

Note 19 Provisions

	Note	2015 $	2014 $
a. Disclosed as:			
Current		145,402	-
Carrying amount at the end of year		145,402	-

b. Movements in carrying amounts	Employee entitlements $
Balance at the beginning of year	-
Additional provisions raised during the year	145,402
Amounts used	-
Carrying amount at the end of year	145,402

c. **Description of provisions**

Provision for employee benefits represents amounts accrued for annual leave (**AL**), long service leave (**LSL**), and NIC liabilities. Refer also note 1m.i.

The current portion for this provision includes the total amount accrued for AL entitlements and the amounts accrued for LSL entitlements that have vested due to employees having completed the required period of service. The Group does not expect the full amount of AL or LSL balances classified as current liabilities to be settled within the next 12 months. However, these amounts must be classified as current liabilities since the Group does not have an unconditional right to defer the settlement of these amounts in the event employees wish to use their leave entitlement.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 20 Issued capital	Note	2015 No.	2014 No.	2015 $	2014 $
Fully paid ordinary shares at no par value	20a	350,000	350,000	12,378,195	3,500

a. Ordinary shares

	2015 No.	2014 No.	2015 $	2014 $
At the beginning of the period	350,000	-	3,500	-
Shares issued during the year:	-	-		
Issue of Class M Shares 9 June 2014	-	350,000	-	3,500
Issue of Class M Shares 9 July 2014	98,048,333	-	35,869	-
Issue of Ordinary Shares 21 July 2014	112,781,950	-	1,489,580	-
Issue of Class M Shares 21 July 2014	330,173,096	-	4,229,855	-
Transaction costs relating to share issues			(201,428)	-
Balance before reverse acquisition	*541,353,379*	-	*5,557,376*	-
Elimination of existing legal acquiree (Yonder) shares	(541,353,379)	-	-	-
Shares of legal acquirer (Y&B) at acquisition date	34,104,191		-	-
Issued of shares to Yonder vendors	37,875,000		6,820,819	-
Transaction costs relating to share issues	-		-	-
At reporting date	71,979,191	350,000	12,378,195	3,500

Ordinary shares participate in dividends and the proceeds on winding up of the Company in proportion to the number of shares held. At shareholders meetings each ordinary share is entitled to one vote when a poll is called, otherwise each shareholder has a vote on a show of hands.

b. Options

For information relating to the Yonder and Beyond Group Limited scheme, including details of options issued, issued and lapsed during the financial year, and the options outstanding at balance date, refer to Note 22 Share-based Payments on page 59. The total number of options on issue are as follows:

		2015 No.	2014 No.
Listed options		-	-
Unlisted options	22b	42,547,500	-
		42,547,500	-

c. Capital Management

The consolidated entity's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can provide returns for shareholders and benefits for other stakeholders and to maintain an optimum capital structure to reduce the cost of capital.

Due to the nature of the Group's activities, being to assess, invest in, develop, and accelerate early stage companies in the technology and media sectors, the Group does not have ready access to credit facilities, with the primary source of funding being equity raisings. Therefore, the focus of the Group's capital risk management is the current working capital position against the requirements of the Group to meet its operational and technology development programmes and corporate overheads. The Group's strategy is to ensure appropriate liquidity is maintained to meet anticipated operating requirements, with a view to initiating appropriate capital raisings as required.

The Group is not subject to externally imposed capital requirements.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 20 Issued capital (cont.)

The working capital position of the Group at 30 June 2015 and 30 June 2014 were as follows:

	Note	2015 $	2014 $
Cash and cash equivalents	9	1,088,305	454,703
Trade and other receivables	10	1,112,128	127,172
Non-current assets held for disposal	11	1,957	-
Trade and other payables	17	(2,805,302)	(886,527)
Short-term provisions	19	(145,402)	-
Working capital position		(748,314)	(304,652)

Note 21 Reserves

	Note	2015 $	2014 $
Business combination under common control reserve	21a	(4,701,018)	-
Foreign exchange reserve	21b	(236,046)	(145)
Financial assets revaluation reserve	21c	165,946	-
		(4,771,118)	(145)

a. **Business combination under common control reserve (BCUCC reserve)**

The BCUCC reserve recognises any difference between the acquired net assets and the consideration exchanged in a Business combination under common control transaction, as described in note 3b.i.

b. **Foreign exchange translation reserve**

The foreign exchange reserve records exchange differences arising on translation of foreign controlled subsidiaries.

c. **Financial assets revaluation reserve**

The financial assets revaluation reserve records revaluations of investments held by the Group.

Note 22 Share-based payments

	Note	2015 $	2014 $
Share-based payment expense		-	-

a. **Share-based payment plans**

The Company has established an employee share option scheme (**Scheme**). The Scheme is designed to provide eligible participants with an ownership interest in the Company and to provide additional incentives for eligible participants to increase profitability and returns to Shareholders.

The summary of the Scheme is set out below for the information of potential investors in the Company. The detailed terms and conditions of the Scheme may be obtained free of charge by contacting the Company.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 22 Share-based payments (cont.)

The key terms of the Plan are summarised below.

Eligibility and Grant of Incentive Options	*The Board may grant Incentive Options to any full or part time employee of the Company or an associated body corporate. Incentive Options may be granted by the Board at any time.*
Consideration	*Each Incentive Option issued under the Plan will be issued for nil cash consideration.*
Conversion	*Each Incentive Options is exercisable into one Share in the Company ranking equally in all respect with the existing issued Shares in the Company.*
Exercise Price and Expiry Date	*To be determined by the Board prior to the grant of the Incentive Options.*
Exercise Restrictions	*The Incentive Options may be subject to conditions on exercise as may be fixed by the Directors prior to grant.*
Share Restriction Period	*Shares issued on the Exercise of Incentive Options may be subject to a restriction that they may not be transferred or otherwise dealt with until a Restriction Period has expired, as specified in the Offer for the Incentive Options.*

b. Share-based payment arrangements in effect during the period

i. Management Performance Options (**Performance Options**)

In recognition of the incentive scheme options held by Management Shareholders of Yonder as at acquisition date, the Company elected to replace them by issuing to the management shareholders (or their respective nominees) 35,000,000 options (Performance Options) (on a post-consolidation basis). Of the total 35,000,000 Performance Options, KMP were issued a total 23,450,000:

Tranche	Number under Option(5)(6)(7)	Date of Expiry	Exercise Price(5)(7)	Vesting Terms(2)(3)(4)	Escrow(1)
Tranche 1	15,000,000	30 November 2017	$0.20	Immediately upon issue	25% for a period of 3 months from the date of issue
Tranche 2	10,000,000	30 November 2017	$0.25	Upon the five day volume weighted average share price (**VWAP**) of the Company being equal to or in excess of $0.50 per share	25% for a period of 6 months from the date of issue
Tranche 3	10,000,000	31 May 2018	$0.40	Upon the five day VWAP of the Company being equal to or in excess of $0.80 per share	50% for a period of 12 months from the date of issue
	35,000,000				

(1) Subject to any longer escrow period that ASX may impose.

(2) Subject to the beneficiary of the Performance Options being either (1) in continuous employment/service agreement with Y&B and/or the Company or (2) not a Bad Leaver;

(3) The parties shall agree Good Leaver and Bad Leaver provisions as part of implementing the transaction.

(4) The Performance Options are exercisable at any time from when they vest, to on or before 5.00pm (AWST) on their expiry date wholly or in part by delivering a duly completed form of notice of exercise to the Company, accompanied by payment of the exercise moneys.

(5) There will be no change to the exercise price of a Performance Option or the number of Shares over which a Performance Option is exercisable in the event of the Company making a pro rata issue of Shares or other securities to the holders of Shares (other than for a bonus issue, see further below).

(6) If there is a bonus issue to the holders of Shares in the capital of the Company, the number of Shares over which the Option is exercisable will be increased by the number of Shares which the holder of the Option would have received if the Option had been exercised before the record date for the bonus issue.

(7) If, prior to the expiry of any Performance Options, there is a reorganisation of the issued capital of the Company, the Performance Options shall be reorganised in the manner set out in the Listing Rules.

ii. Adviser options

In connection with the capital raising undertaken during the 2015 year, the Company has the following options on issue:

Number under Option	Date of Expiry	Exercise Price	Vesting Terms
5,785,000	19 February 2018	$0.20	Immediately upon issue
1,500,000	30 November 2017	$0.20	Immediately upon issue

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 22 Share-based payments (cont.)

iii. Former KMP and consultant options

In connection with the reverse acquisition, the Group assumed the option arrangements of the legal parent / account subsidiary (Y&B):

Number under Option	Date of Expiry	Exercise Price	Vesting Terms
100,000	30 July 2015	$7.40	Immediately upon issue
162,500	31 October 2015	$2.80	Immediately upon issue

c. Options granted to KMP are as follows

Grant Date	Number
20 February 2014	23,450,000

Further details of these options are provided in note 22b.i above and the Remuneration report on page 14.

d. Movement in share-based payment arrangements during the period

A summary of the movements of all company options issued as share-based payments is as follows:

	2015		2014	
	Number of Options	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
Outstanding at the beginning of the year	-	-	-	-
Assumed on business combination	262,500	$4.552	-	-
Granted	42,285,000	$0.286	-	-
Exercised			-	-
Expired	-	-	-	-
Outstanding at year-end	42,547,500	$0.286	-	-
Exercisable at year-end	42,547,500	$0.286	-	-

i. No options were exercised during the year.

ii. The weighted average remaining contractual life of options outstanding at year end was 2.56 years. The weighted average exercise price of outstanding shares at the end of the reporting period was $0.286.

iii. The fair value of the options granted to employees is deemed to represent the value of the employee services received over the vesting period.

e. Fair value of options grants during the period

Options granted during the period were issued or acquired in respect to the reverse acquisition (see note 3a). Options issued at note 22b.i, represent consideration costs of the reverse acquisition. Options issued at note 22b.ii represent transaction costs in respect to a pre-acquisition capital raise of the account subsidiary (Y&B); accordingly these options represent pre-acquisition equity and transaction costs, and are excluded from the equity values of the Group. Options issued at note 22c were issued by the account subsidiary pre-acquisition and are excluded from the equity values of the Group.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 23 Key management personnel compensation

The names are positions of KMP are as follows:

- Mr Jay Stephenson — *Chairman and Company Secretary*
- Mr Shashi Fernando — *Executive Director and CEO (Appointed 17 October 2014)*
- Mr John Bell — *Executive Director and CFO (Appointed on 20 February 2015)*
- Mahmood Dhalla — *Chief Product Officer*
- Peter Sedeffow — *Chief Technology Officer*
- Stephane Oury — *Chief Investment Officer*

The totals of remuneration paid to KMP during the year are as follows and is prepared on the following bases:

- This note relates to accounting entity with Yonder and Beyond Limited as the accounting parent of the Group (refer to note 1a.iii. KMP remuneration for the accounting acquiree, Y&B, is disclosed from the date of control. Consequently, amounts reported below will differ from the Remuneration report on page 14;
- The remuneration for the KMP of the accounting acquiree (Y&B) is not present in full year for comparatives.

	2015 $	2014 $
Short-term employee benefits	818,366	304,459
Other short-term benefits	36,588	-
Post-employment benefits	20	8,353
Share-based payments	-	-
Other long-term benefits	-	-
Termination benefits	-	-
Total	854,974	312,812

Note 24 Related party transactions

	Note	2015 $	2014 $
Transactions between related parties are on normal commercial terms and conditions no more favourable than those available to other parties unless otherwise stated.			
Wolfstar Corporate Management Pty Ltd and Wolfstar Group Pty Ltd (Wolfstar)			
Wolfstar a company jointly controlled by Mr Stephenson, provides financial services to the Group. These services are performed indirectly by Mr Stephenson and have therefore not been included in the Remuneration Report contained in the Directors' Report.		30,000	-
Wolfstar received fees for corporate services provided in connection with the reverse acquisition.		22,866	-

Note 25 Contingent liabilities

There are no contingent liabilities as at 30 June 2015 (2014: Nil).

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 26 Operating segments

a. Identification of reportable segments

The Group operates predominantly in the information technology industry as a global technology incubation company. Inter-segment transactions are priced at cost to the Consolidated Group.

The Group has identified its operating segments based on the internal reports that are provided to the Board of Directors (**the Board**) on a monthly basis and in determining the allocation of resources. Management has identified the operating segments based on the principal geographical locations and regulatory environments – the United Kingdom, Australia, and United States of America (**United States**). Papua New Guinea (**PNG**) operations were wound down under the former Quintessential Resources Limited. Together with the change in nature and operations under Yonder and Beyond, PNG has become an immaterial operation to the Group.

b. Basis of accounting for purposes of reporting by operating segments

i. Accounting policies adopted

Unless stated otherwise, all amounts reported to the Board, being the chief decision maker with respect to operating segments, are determined in accordance with accounting policies that are consistent to those adopted in the annual financial statements of the Group.

ii. Inter-segment transactions

An internally determined transfer price is set for all inter-segment sales. This price is based on what would be realised in the event the sale or service was made to an external party at arm's length. All such transactions are eliminated on consolidation of the Group's financial statements.

Corporate charges are recognised in "All other segments" which contains the treasury and oversight functions of the Group. The Board recovers charges management fees from respective segments to reflect an allocation of costs across the Group. All such transactions are eliminated on consolidation of the Group's financial statements.

Inter-segment loans payable and receivable are initially recognised at the consideration received/to be received net of transaction costs. If inter-segment loans receivable and payable are not on commercial terms, these are not adjusted to fair value based on market interest rates. This policy represents a departure from that applied to the statutory financial statements.

iii. Segment assets

Where an asset is used across multiple segments, the asset is allocated to that segment that receives majority economic value from that asset. In the majority of instances, segment assets are clearly identifiable on the basis of their nature and physical location.

iv. Segment liabilities

Liabilities are allocated to segments where there is a direct nexus between the incurrence of the liability and the operations of the segment. Segment liabilities include trade and other payables and certain direct borrowings.

v. Unallocated items

The following items of revenue, expenses, assets and liabilities are not allocated to operating segments as they are not considered part of the core operations of any segment:

- Depreciation and amortisation
- Gains or losses on sales of financial and non-financial assets
- Investment income
- Corporate transaction accounting expense

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 26 Operating segments (cont.)

For the Year to 30 June 2015	United Kingdom $	Australia $	United States $	All other regions segments $	Total $
Revenue					
Revenue	1,318,409	90,000	90,060	23,691	1,522,160
Intra-segment sales	916,367	-	-	-	916,367
Interest revenue	-	16,038	-	-	16,038
Total segment revenue	2,234,776	106,038	90,060	23,691	2,454,565
Reconciliation of segment revenue to group revenue:					
Intra-segment eliminations					(1,125,081)
Share of associate's profit or loss					(112,192)
Research and development grant income	872,209				872,209
Other income	208,713	(23,178)	(19)		185,516
Total group revenue and other income					2,275,017
Segment loss from continuing operations before tax	(1,292,825)	(691,557)	(256,418)	(71,279)	(2,312,079)
Reconciliation of segment loss to group loss:					
(i) Amounts not included in segment results but reviewed by Board:					
Depreciation and amortisation	(20,202)	(2,783)	(2,833)		(25,818)
(ii) Unallocated items:					
Share of associate's profit or loss					(112,192)
Corporate transaction accounting expense					(2,353,466)
Profit before income tax					(4,803,555)
As at 30 June 2015					
Segment Assets	3,367,902	36,175,707	33,020	65,217	39,641,846
Reconciliation of segment assets to group assets:					
Investments in associates					287,808
Intra-segment eliminations					(34,656,854)
Total assets					5,272,800
Segment asset increases for the period:					
Capital expenditure	452	-	-	-	452
Acquisitions	34,882	21,519,429	-	-	21,554,311
	35,334	21,519,429	-	-	21,554,763
Segment Liabilities	5,509,316	5,203,437	329,099	8,407,221	19,449,073
Reconciliation of segment liabilities to group liabilities					
Intra-segment eliminations					(16,410,663)
Total liabilities					3,038,410

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 26 Operating segments (cont.)

For the Year to 30 June 2014	United Kingdom $	Australia $	United States $	All other regions segments $	Total $
Revenue					
Revenue	-	-	-	-	-
Intra-segment sales	-	-	-	-	-
Interest revenue	-	-	-	-	-
Total segment revenue	-	-	-	-	-
Reconciliation of segment revenue to group revenue:					
Intra-segment eliminations					-
Other income	40,943	96,418			137,361
Total group revenue and other income					137,361
Segment loss from continuing operations before tax	(215,135)	(63,713)	(29,159)		(308,007)
Reconciliation of segment loss to group loss:					
(i) Amounts not included in segment results but reviewed by Board:					
Depreciation and amortisation					-
Loss before income tax					(308,007)
As at 30 June 2014					
Segment Assets	12,368	569,065	3,237	-	584,670
Reconciliation of segment assets to group assets:					
Intra-segment eliminations					(2,795)
Total assets					581,875
Segment asset increases for the period:					
Capital expenditure	-	14,706	-	-	-
Acquisitions	-	2,797	-	-	-
	-	17,503	-	-	-
Segment Liabilities	227,356	629,424	29,747	-	886,527
Reconciliation of segment liabilities to group liabilities					
Intra-segment eliminations					-
Total liabilities					886,527

Note 27 Commitments

The Group has no material commitments as at 30 June 2015 (2014: nil)

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 28 Financial risk management

a. Financial Risk Management Policies

This note presents information about the Group's exposure to each of the above risks, its objectives, policies and procedures for measuring and managing risk, and the management of capital.

The Group's financial instruments consist mainly of deposits with banks, short-term investments, and accounts payable and receivable.

The Group does not speculate in the trading of derivative instruments.

A summary of the Group's Financial Assets and Liabilities is shown below:

	Floating Interest Rate $	Fixed Interest Rate $	Non-interest Bearing $	2015 Total $	Floating Interest Rate $	Fixed Interest Rate $	Non-interest Bearing $	2014 Total $
Financial Assets								
Cash and cash equivalents	1,088,305	-	-	1,088,305	454,703	-	-	454,703
Trade and other receivables	-	-	1,112,128	1,112,128	-	-	-	-
Financial assets	-	-	2,721,846	2,721,846	-	-	-	-
Total Financial Assets	1,088,305	-	3,833,974	4,922,279	454,703	-	-	454,703
Financial Liabilities								
Financial liabilities at amortised cost								
Trade and other payables	-	-	2,805,302	2,805,302	-	-	886,527	886,527
Borrowings	-	-	22,619	22,619	-	-	-	-
Total Financial Liabilities	-	-	2,827,921	2,827,921	-	-	886,527	886,527
Net Financial Assets	1,088,305	-	1,006,053	2,094,358	454,703	-	(886,527)	(431,824)

b. Specific Financial Risk Exposures and Management

The main risk the Group is exposed to through its financial instruments are credit risk, liquidity risk and market risk consisting of interest rate, foreign currency risk and equity price risk.

The Board of directors has overall responsibility for the establishment and oversight of the risk management framework. The Board adopts practices designed to identify significant areas of business risk and to effectively manage those risks in accordance with the Group's risk profile. This includes assessing, monitoring and managing risks for the Group and setting appropriate risk limits and controls. The Group is not of a size nor is its affairs of such complexity to justify the establishment of a formal system for risk management and associated controls. Instead, the Board approves all expenditure, is intimately acquainted with all operations and discuss all relevant issues at the Board meetings. The operational and other compliance risk management have also been assessed and found to be operating efficiently and effectively.

i. Credit risk

Exposure to credit risk relating to financial assets arises from the potential non-performance by counterparties of contract obligations that could lead to a financial loss to the Group.

The Group does not have any material credit risk exposure to any single receivable or group of receivables under financial instruments entered into by the Group.

The objective of the Group is to minimise the risk of loss from credit risk. Although revenue from operations is minimal, the Group trades only with creditworthy third parties.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 28 Financial risk management (cont.)

In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is insignificant. The Group's maximum credit risk exposure is limited to the carrying value of its financial assets as indicated on the statement of financial position.

The Group establishes an allowance for impairment that represents its estimate of incurred losses in respect of trade and other receivables.

Credit risk exposures

The maximum exposure to credit risk is that to its alliance partners and that is limited to the carrying amount, net of any provisions for impairment of those assets, as disclosed in the statement of financial position and notes to the financial statements.

Credit risk related to balances with banks and other financial institutions is managed by the Group in accordance with approved Board policy. Such policy requires that surplus funds are only invested with financial institutions residing in Australia, where ever possible.

Impairment losses

The aging of the Group's trade and other receivables at reporting date was as follows:

	Gross 2015 $	Impaired 2015 $	Net 2015 $	Past due but not impaired 2015 $
Trade receivables				
Not past due	134,110	-	134,110	-
Past due up to 3 months	52,646	-	52,646	52,646
Past due over 3 months	25,862	-	25,862	25,862
	212,618	-	212,618	78,508
Other receivables				
Not past due	899,510	-	899,510	-
Total	1,112,128	-	1,112,128	78,508

ii. Liquidity risk

Liquidity risk arises from the possibility that the Group might encounter difficulty in settling its debts or otherwise meeting its obligations related to financial liabilities.

The Group manages liquidity risk by continuously monitoring forecast and actual cash flows and ensuring sufficient cash and marketable securities are available to meet the current and future commitments of the Group. Due to the nature of the Group's activities, being to assess, invest in, develop, and accelerate early stage companies in the technology and media sectors, the Group does not have ready access to credit facilities, with the primary source of funding being equity raisings.

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Typically the Group ensures that it has sufficient cash to meet expected operational expenses for a period of 60 days, including the servicing of financial obligations; this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 28 Financial risk management (cont.)

The financial liabilities of the Group are confined to trade and other payables as disclosed in the statement of financial position. All trade and other payables are non-interest bearing and due within 30 days of the reporting date.

Contractual Maturities

The following are the contractual maturities of financial liabilities of the Group:

	Within 1 Year		Greater Than 1 Year		Total	
	2015 $	2014 $	2015 $	2014 $	2015 $	2014 $
Financial liabilities due for payment						
Trade and other payables	2,805,302	886,527	-	-	2,805,302	886,527
Borrowings	22,619	-	-	-	22,619	-
Total contractual outflows	2,827,921	886,527	-	-	2,827,921	886,527
Financial assets						
Cash and cash equivalents	1,088,305	454,703	-	-	1,088,305	454,703
Trade and other receivables	1,112,128	--			1,112,128	-
Total anticipated inflows	2,200,433	454,703	-	-	2,200,433	454,703
Net (outflow)/inflow on financial instruments	(627,488)	(431,824)	-	-	(627,488)	(431,824)

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier or at significantly different amounts.

iii. Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Board meets on a regular basis and considers the Group's exposure currency and interest rate risk.

(1) ***Interest rate risk***

Exposure to interest rate risk arises on financial assets and financial liabilities recognised at the end of the reporting period whereby a future change in interest rates will affect future cash flows or the fair value of fixed rate financial instruments. The Group is also exposed to earnings volatility on floating rate instruments.

Interest rate risk is not material to the Group as no debt arrangements have been entered into, and movement in interest rates on the Group's financial assets is not material.

(2) ***Foreign exchange risk***

Exposure to foreign exchange risk may result in the fair value or future cash flows of a financial instrument fluctuating due to movement in foreign exchange rates of currencies in which the Group holds financial instruments which are other than the AUD presentation currency of the Group.

With instruments being held by overseas operations, fluctuations in foreign currencies may impact on the Group's financial results. The Group's exposure to foreign exchange is reviewed by the Board regularly.

Notes to the consolidated financial statements

for the year ended 30 June 2015

Note 28 Financial risk management (cont.)

(3) ***Price risk***

Price risk relates to the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices.

iv. Sensitivity Analyses

The following tables illustrate sensitivities to the Group's exposures to changes in the relevant risk variable. The table indicates the impact on how profit and equity values reported at balance sheet date would have been affected by changes in the relevant risk variable that management considers to be reasonably possible. These sensitivities assume that the movement in a particular variable is independent of other variables.

(1) ***Interest rates***	Profit $	Equity $
Year ended 30 June 2015		
±100 basis points change in interest rates	± 10,883	± 10,883
Year ended 30 June 2014		
±100 basis points change in interest rates	± 4,547	± 4,547

(2) ***Foreign exchange***	Profit $	Equity $
Year ended 30 June 2015		
±10% of Australian dollar strengthening/weakening against the GBP	± nil	± 214,141
Year ended 30 June 2014		
±10% of Australian dollar strengthening/weakening against the GBP	± nil	± 21,499

	Profit $	Equity $
Year ended 30 June 2015		
±10% of Australian dollar strengthening/weakening against the USD	± nil	± 29,608
Year ended 30 June 2014		
±10% of Australian dollar strengthening/weakening against the USD	± nil	± 2,651

v. Net Fair Values

(1) ***Fair value estimation***

The fair values of financial assets and financial liabilities are presented in the table in note 28a and can be compared to their carrying values as presented in the statement of financial position. Fair values are those amounts at which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

Cash and cash equivalents, trade and other receivables, and trade and other payables are short-term investments in nature whose carrying value is equivalent to fair value.

The methods and assumptions used in determining the fair values of financial instruments are disclosed in the accounting policy notes specific to the asset or liability.

Notes to the consolidated financial statements
for the year ended 30 June 2015

Note 29 Parent entity disclosures

	Note	2015 $	2014 $
a. Financial Position of Yonder and Beyond Group Limited (legal parent)			
Current assets			
Cash and cash equivalents		593,800	28,949
Trade and other receivables		-	6,111
Other		-	292
Total current assets		593,800	35,352
Non-current assets			
Plant and equipment		-	7,493
Financial assets: Loans to legal subsidiaries		3,732,894	5,108,957
Shares in legal subsidiaries at cost		14,875,000	118,474
Total non-current assets		18,607,894	5,234,924
Total assets		19,201,694	5,270,276
Current liabilities			
Trade and other payables		158,956	78,416
Short-term provisions			
Total current liabilities		158,956	78,416
Total liabilities		158,956	78,416
Net assets		19,042,738	5,191,860
Equity			
Issued capital		24,841,691	12,281,777
Reserves		7,740,400	440,400
Accumulated losses		(13,539,353)	(7,530,317)
Total equity		19,042,738	5,191,860
b. Financial performance of Yonder and Beyond Group Limited			
Profit / (loss) for the year		(6,009,036)	(323,860)
Other comprehensive income		-	-
Total comprehensive income		(6,009,036)	(323,860)

c. **Guarantees entered into by Yonder and Beyond Group Limited for the debts of its legal subsidiaries**

There are no guarantees entered into by Yonder and Beyond Group Limited for the debts of its subsidiaries as at 30 June 2015 (2014: none).

Note 30 Events subsequent to reporting date

a. As at the date of this report the value of shares in other companies – available for sale, as shown at Note 12 a, has reduced by approximately $140,000 due to sale of part of the asset

Directors' declaration

The directors of the Company declare that:

1. The financial statements and notes, as set out on pages 24 to 70, are in accordance with the *Corporations Act 2001* (Cth) and:

   (a) comply with Accounting Standards;

   (b) are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, as stated in note 1 to the financial statements; and

   (c) give a true and fair view of the financial position as at 30 June 2015 and of the performance for the year ended on that date of the Company and Consolidated Group.

2. the Chief Executive Officer (equivalent) and Chief Finance Officer (equivalent) have each declared that:

   (a) the financial records of the Company for the financial year have been properly maintained in accordance with s 286 of the *Corporations Act 2001* (Cth);

   (b) the financial statements and notes for the financial year comply with the Accounting Standards; and

   (c) the financial statements and notes for the financial year give a true and fair view.

3. in the directors' opinion there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors and is signed for and on behalf of the directors by:

JAY STEPHENSON
Chairman
Dated this Wednesday, 30 September 2015

MOORE STEPHENS
ACCOUNTANTS & ADVISORS

Level 3, 12 St Georges Terrace
Perth WA 6000

PO Box 5785, St Georges Terrace
WA 6831

T +61 (0)8 9225 5355
F +61 (0)8 9225 6181

www.moorestephens.com.au

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF YONDER AND BEYOND GROUP LIMITED AND ITS CONTROLLED ENTITIES

Report on the Financial Report

We have audited the accompanying financial report of Yonder and Beyond Group Limited (the "company") and its' controlled entities (the "consolidated entity" or "group") which comprises the consolidated statement of financial position as at 30 June 2015, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the period then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration of the company and the consolidated entity comprising the company and the entities it controlled at the period's end or from time to time during the financial period.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that is free from material misstatement, whether due to fraud or error. In Note 1, the directors also state, in accordance with Accounting Standard AASB 101 *Presentation of Financial Statements*, that the financial statements comply with *International Financial Reporting Standards*.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*. We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of Yonder & Beyond Group Limited would be in the same terms if given to the directors as at the time of this auditor's report.

Opinion

In our opinion:

a) the financial report of Yonder and Beyond Group Limited and its' controlled entities is in accordance with the *Corporations Act 2001*, including:

   i. giving a true and fair view of the consolidated entity's financial position as at 30 June 2015 and of its performance for the period ended on that date; and

   ii. complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

b) the consolidated financial report also complies with *International Financial Reporting Standards* as disclosed in Note 1.

Inherent Uncertainty Regarding Going Concern

Without qualification to the opinion expressed above, we draw attention to note 1a ii of the financial statements which states that the financial statements have been prepared on a going concern basis. The ability of the Company to continue as a going concern for at least the next 12 months is primarily dependent on its ability to undertake further capital raisings during this period. Whilst the directors of the Company are confident of obtaining the necessary shareholder support if and when required we are unable at this time to confirm that the necessary funds can be raised. Consequently there is significant uncertainty as to whether the Company will continue as a going concern for a minimum period of the next 12 months. Should the Company be unable to continue as a going concern it may be required to realise its assets and extinguish its liabilities other than in the normal course of business at amounts other than as stated in the financial report.

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the period ended 30 June 2015. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's Opinion

In our opinion the remuneration report of Quintessential Resources for the period ended 30 June 2015 complies with section 300A of the *Corporations Act 2001*.

Neil Pace

Neil Pace
Partner

Moore Stephens

Moore Stephens
Chartered Accountants

Signed at Perth this 30th day of September 2015

Corporate governance statement

The Board of Directors of Yonder and Beyond Group Limited (the Company or Y&B) is responsible for the corporate governance of the Company. The Board guides and monitors the business and affairs of Y&B on behalf of the shareholders by whom they are elected and to whom they are accountable.

This Corporate Governance summary discloses the extent to which the Company will follow the recommendations set by the ASX Corporate Governance Council in its publication 'Corporate Governance Principles and Recommendations (3rd Edition)' (**Recommendations**). The Recommendations are not mandatory, however, the Recommendations that will not be followed have been identified and reasons have been provided for not **following** them.

The Company's Corporate Governance Plan has been posted on the Company's website at www.yonderbeyond.com.

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 1: Lay solid foundations for management and oversight		
Recommendation 1.1 A listed entity should have and disclose a charter which: (a) sets out the respective roles and responsibilities of the board, the chair and management; and (b) includes a description of those matters expressly reserved to the board and those delegated to management.	YES	The Company has adopted a Board Charter. The Board Charter sets out the specific responsibilities of the Board, requirements as to the Boards composition, the roles and responsibilities of the Chairman and Company Secretary, the establishment, operation and management of Board Committees, Directors access to company records and information, details of the Board's relationship with management, details of the Board's performance review and details of the Board's disclosure policy. A copy of the Company's Board Charter is stated in Schedule 1 of the Corporate Governance Plan which is available on the Company's website.
Recommendation 1.2 A listed entity should: (c) undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director; and (d) provide security holders with all material information relevant to a decision on whether or not to elect or re-elect a director.	YES	(a) The Company has detailed guidelines for the appointment and selection of the Board. The Company's Corporate Governance Plan requires the Board to undertake appropriate checks before appointing a person, or putting forward to security holders a candidate for election, as a director. (b) Material information relevant to any decision on whether or not to elect or re-elect a Director will be provided to security holders in the notice of meeting holding the resolution to elect or re-elect the Director.
Recommendation 1.3 A listed entity should have a written agreement with each director and senior executive setting out the terms of their appointment.	YES	The Company's Corporate Governance Plan requires the Board to ensure that each Director and senior executive is a party to a written agreement with the Company which sets out the terms of that Director's or senior executive's appointment.
Recommendation 1.4 The company secretary of a listed entity should be accountable directly to the board, through the chair, on all matters to do with the proper functioning of the board.	NO	The Company Secretary and the Chair are the same person. The Board Charter outlines the roles, responsibility and accountability of the Company Secretary. The Company Secretary is accountable directly to the Board, and through the CEO, on all matters to do with the proper functioning of the Board.

Corporate governance statement

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Recommendation 1.5 A listed entity should: (a) have a diversity policy which includes requirements for the board: (i) to set measurable objectives for achieving gender diversity; and (ii) to assess annually both the objectives and the entity's progress in achieving them; (b) disclose that policy or a summary or it; and (c) disclose as at the end of each reporting period: (i) the measurable objectives for achieving gender diversity set by the board in accordance with the entity's diversity policy and its progress towards achieving them; and (ii) either: (A) the respective proportions of men and women on the board, in senior executive positions and across the whole organisation (including how the entity has defined "senior executive" for these purposes); or (B) the entity's "Gender Equality Indicators", as defined in the Workplace Gender Equality Act 2012.	(a) YES (b) YES (c) NO	(a) The Company has adopted a Diversity Policy. (i) The Diversity Policy provides a framework for the Company to achieve a list of 6 measurable objectives that encompass gender equality. (ii) The Diversity Policy provides for the monitoring and evaluation of the scope and currency of the Diversity Policy. The company is responsible for implementing, monitoring and reporting on the measurable objectives. (b) The Diversity Policy is stated in Schedule 9 of the Corporate Governance Plan which is available on the company website. The Company believes in promoting diversity, and while it has adopted a Diversity Policy, given the present Company size, there have been no plans to establish measurable objectives for achieving gender diversity as part of the KPI of the senior executives. The need for establishing and assessing measurable objectives for achieving gender diversity will be reassessed as the Company size increases. The Company is dedicated to promoting a corporate culture that embraces diversity. The Company believes that diversity begins with the recruitment and selection practices of its Board and its staff. Hiring of new employees and promotion of current employees are made on the bases of performance, ability and attitude
Recommendation 1.6 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of the board, its committees and individual directors; and (b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	YES	(a) The Board is responsible for evaluating the performance of the Board and individual directors on an annual basis. It may do so with the aid of an independent advisor. The process for this can be found in Schedule 6 of the Company's Corporate Governance Plan. . (b) The Company's Corporate Governance Plan requires the Board to disclosure whether or not performance evaluations were conducted during the relevant reporting period. Details of the performance evaluations conducted will be provided in the Company's Annual Reports.
Recommendation 1.7 A listed entity should: (a) have and disclose a process for periodically evaluating the performance of its senior executives; and (b) disclose in relation to each reporting period, whether a performance evaluation was undertaken in the reporting period in accordance with that process.	YES	(a) The Board is responsible for evaluating the performance of senior executives. The Board is to arrange an annual performance evaluation of the senior executives. (b) The Company's Corporate Governance Plan requires the Board to conduct annual performance of the senior executives. Schedule 6 'Performance Evaluation' requires the Board to disclose whether or not performance evaluations were conducted during the relevant reporting period. Details of the performance evaluations conducted will be provided in the Company's Annual Report.

Corporate governance statement

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 2: Structure the board to add value		
Recommendation 2.1 The board of a listed entity should: (a) have a nomination committee which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a nomination committee, disclose that fact and the processes it employs to address board succession issues and to ensure that the board has the appropriate balance of skills, experience, independence and knowledge of the entity to enable it to discharge its duties and responsibilities effectively.	NO	(a) Due to the size and nature of the existing Board and the magnitude of the Company's operations the Company currently has no Nomination Committee. Pursuant to clause 4(h) of the Company's Board Charter, the full Board carries out the duties that would ordinarily be assigned to the Nomination Committee under the written terms of reference for that committee. The duties of the Nomination Committee are outlined in Schedule 5 of the Company's Corporate Governance Plan available online on the Company's website. The Board devotes time at board meetings to discuss board succession issues. All members of the Board are involved in the Company's nomination process, to the maximum extent permitted under the Corporations Act and ASX Listing Rules. The Board regularly updates the Company's board skills matrix (in accordance with recommendation 2.2) to assess the appropriate balance of skills, experience, independence and knowledge of the entity.
Recommendation 2.2 A listed entity should have and disclose a board skill matrix setting out the mix of skills and diversity that the board currently has or is looking to achieve in its membership.	YES	See Board Skills Matrix below.

Board Skills Matrix	Number of Directors that Meet the Skill
Executive & Non- Executive experience	3
Industry experience & knowledge	2
Leadership	3
Corporate governance & risk management	3
Strategic thinking	3
Desired behavioural competencies	3
Geographic experience	2
Capital Markets experience	3
Subject matter expertise:	
- accounting	2
- capital management	3
- corporate financing	2
- industry taxation [1]	1
- risk management	3
- legal	3
- IT expertise [2]	2

(1) Skill gap noticed however an external taxation firm is employed to maintain taxation requirements.

(2) Skill gap noticed however an external IT firm is employed on an adhoc basis to maintain IT requirements.

Corporate governance statement

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Recommendation 2.3 **A listed entity should disclose:** (a) the names of the directors considered by the board to be independent directors; (b) if a director has an interest, position, association or relationship of the type described in Box 2.3 of the ASX Corporate Governance Principles and Recommendation (3rd Edition), but the board is of the opinion that it does not compromise the independence of the director, the nature of the interest, position, association or relationship in question and an explanation of why the board is of that opinion; and (c) the length of service of each director	YES	(a) The Board Charter provides for the disclosure of the names of Directors considered by the Board to be independent. These details are provided in the Annual Reports and Company website. (b) The Board Charter requires Directors to disclose their interest, positions, associations and relationships and requires that the independence of Directors is regularly assessed by the Board in light of the interests disclosed by Directors. Details of the Directors interests, positions associations and relationships are provided in the Annual Reports and Company website. (c) The Board Charter provides for the determination of the Directors' terms and requires the length of service of each Director to be disclosed. The length of service of each Director is provided in the Annual Reports and Company website.
Recommendation 2.4 A majority of the board of a listed entity should be independent directors.	YES	The Board Charter requires that where practical the majority of the Board will be independent. Details of each Director's independence are provided in the Annual Reports and Company website.
Recommendation 2.5 The chair of the board of a listed entity should be an independent director and, in particular, should not be the same person as the CEO of the entity.	NO	The Board Charter provides that where practical, the Chairman of the Board will be a non-executive director. If the Chairman ceases to be independent then the Board will consider appointing a lead independent Director. Currently the board chair is non-executive but not independent. As the company grows it shall seek to appoint a non-executive independent Chairman.
Recommendation 2.6 A listed entity should have a program for inducting new directors and providing appropriate professional development opportunities for continuing directors to develop and maintain the skills and knowledge needed to perform their role as a director effectively.	YES	The Board Charter states that a specific responsibility of the Board is to procure appropriate professional development opportunities for Directors. The Board is responsible for the approval and review of induction and continuing professional development programs and procedures for Directors to ensure that they can effectively discharge their responsibilities.
Principle 3: Act ethically and responsibly		
Recommendation 3.1 A listed entity should: (a) have a code of conduct for its directors, senior executives and employees; and (b) disclose that code or a summary of it.	YES	(a) The Corporate Code of Conduct applies to the Company's directors, senior executives and employees. (b) The Company's Corporate Code of Conduct is in Schedule 2 of the Corporate Governance Plan which is on the Company's website.
Principle 4: Safeguard integrity in financial reporting		
Recommendation 4.1 The board of a listed entity should: (a) have an audit committee which: (i) has at least three members, all of whom are non-executive directors and a majority of whom are independent directors; and (ii) is chaired by an independent director, who is not the chair of the board, and disclose: (iii) the charter of the committee; (iv) the relevant qualifications and experience of the members of the committee; and (v) in relation to each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have an audit committee, disclose that fact and the processes it employs that independently verify and safeguard the integrity of its financial reporting, including the processes for the appointment and removal of the external auditor and the rotation of the audit engagement partner.	YES	(a) Due to the size and nature of the existing Board and the magnitude of the Company's operations the Company currently has no separate Audit and Risk Committee. Pursuant to Clause 4(h) of the Company's Board Charter, the full Board carries out the duties that would ordinarily be assigned to the Audit and Risk Committee under the written terms of reference for that committee. The role and responsibilities of the Audit and Risk Committee are outlined in Schedule 3 of the Company's Corporate Governance Plan available online on the Company's website. The Board devote time at annual board meetings to fulfilling the roles and responsibilities associated with maintaining the Company's internal audit function and arrangements with external auditors. All members of the Board are involved in the Company's audit function to ensure the proper maintenance of the entity and the integrity of all financial reporting.

Corporate governance statement

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Recommendation 4.2 The board of a listed entity should, before it approves the entity's financial statements for a financial period, receive from its CEO and CFO a declaration that the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.	YES	The Company's Corporate Governance Plan states that a duty and responsibility of the Board is to ensure that before approving the entity's financial statements for a financial period, the CEO and CFO have declared that in their opinion the financial records of the entity have been properly maintained and that the financial statements comply with the appropriate accounting standards and give a true and fair view of the financial position and performance of the entity and that the opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.
Recommendation 4.3 A listed entity that has an AGM should ensure that its external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.	YES	The Company's Corporate Governance Plan provides that the Board must ensure the Company's external auditor attends its AGM and is available to answer questions from security holders relevant to the audit.
Principle 5: Make timely and balanced disclosure		
Recommendation 5.1 A listed entity should: (a) have a written policy for complying with its continuous disclosure obligations under the Listing Rules; and (b) disclose that policy or a summary of it.	YES	(a) The Board Charter provides details of the Company's disclosure policy. In addition, Schedule 7 of the Corporate Governance Plan is entitled 'Disclosure – Continuous Disclosure' and details the Company's disclosure requirements as required by the ASX Listing Rules and other relevant legislation. (b) The Board Charter and Schedule 7 of the Corporate Governance Plan are available on the Company website.
Principle 6: Respect the rights of security holders		
Recommendation 6.1 A listed entity should provide information about itself and its governance to investors via its website.	YES	Information about the Company and its governance is available in the Corporate Governance Plan which can be found on the Company's website. Information about the Company and its governance is available in the Corporate Governance Plan which can be found on the Company website.
Recommendation 6.2 A listed entity should design and implement an investor relations program to facilitate effective two-way communication with investors.	YES	The Company has adopted a Shareholder Communications Strategy which aims to promote and facilitate effective two-way communication with investors. The Shareholder Communications Strategy outlines a range of ways in which information is communicated to shareholders. The Shareholder Communications Strategy can be found in Schedule 10 of the Board Charter which is available on the Company website.
Recommendation 6.3 A listed entity should disclose the policies and processes it has in place to facilitate and encourage participation at meetings of security holders.	YES	The Shareholder Communications Strategy states that as a part of the Company's developing investor relations program, Shareholders can register with the Company Secretary to receive email notifications of when an announcement is made by the Company to the ASX, including the release of the Annual Report, half yearly reports and quarterly reports. Links are made available to the Company's website on which all information provided to the ASX is immediately posted. Shareholders are encouraged to participate at all EGMs and AGMs of the Company. Upon the despatch of any notice of meeting to Shareholders, the Company Secretary shall send out material with that notice of meeting stating that all Shareholders are encouraged to participate at the meeting.
Recommendation 6.4 A listed entity should give security holders the option to receive communications from, and send communications to, the entity and its security registry electronically.	YES	Security holders can register with the Company to receive email notifications when an announcement is made by the Company to the ASX. Shareholders queries should be referred to the Company Secretary at first instance.

Corporate governance statement

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 7: Recognise and manage risk		
Recommendation 7.1 The board of a listed entity should: (a) have a committee or committees to oversee risk, each of which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a risk committee or committees that satisfy (a) above, disclose that fact and the process it employs for overseeing the entity's risk management framework.	YES	(b) Due to the size and nature of the existing Board and the magnitude of the Company's operations the Company currently has no Audit and Risk Committee. Pursuant to Clause 4(h) of the Company's Board Charter, the full Board currently carries out the duties that would ordinarily be assigned to the Audit and Risk Committee under the written terms of reference for that committee. The role and responsibilities of the Audit and Risk Committee are outlined in Schedule 3 of the Company's Corporate Governance Plan available online on the Company's website. The Board devote time at annual board meeting to fulfilling the roles and responsibilities associated with overseeing risk and maintaining the entity's risk management framework and associated internal compliance and control procedures.
Recommendation 7.2 The board or a committee of the board should: (a) review the entity's risk management framework with management at least annually to satisfy itself that it continues to be sound, to determine whether there have been any changes in the material business risks the entity faces and to ensure that they remain within the risk appetite set by the board; and (b) disclose in relation to each reporting period, whether such a review has taken place.	YES	(a) The Company process for risk management and internal compliance includes a requirement to identify and measure risk, monitor the environment for emerging factors and trends that affect these risks, formulate risk management strategies and monitor the performance of risk management systems. Schedule 8 of the Corporate Governance Plan is entitled 'Disclosure – Risk Management' and details the Company's disclosure requirements with respect to the risk management review procedure and internal compliance and controls. (b) The Board Charter requires the Board to disclose the number of times the Board met throughout the relevant reporting period, and the individual attendances of the members at those meetings. Details of the meetings will be provided in the Company's Annual Report.
Recommendation 7.3 A listed entity should disclose: (a) if it has an internal audit function, how the function is structured and what role it performs; or (b) if it does not have an internal audit function, that fact and the processes it employs for evaluating and continually improving the effectiveness of its risk management and internal control processes.	YES	Schedule 3 of the Company's Corporate Plan provides for the internal audit function of the Company. The Board Charter outlines the monitoring, review and assessment of a range of internal audit functions and procedures.
Recommendation 7.4 A listed entity should disclose whether, and if so how, it has regard to economic, environmental and social sustainability risks and, if it does, how it manages or intends to manage those risks.	YES	Schedule 3 of the Company's Corporate Plan details the Company's risk management systems which assist in identifying and managing potential or apparent business, economic, environmental and social sustainability risks (if appropriate). Review of the Company's risk management framework is conducted at least annually and reports are continually created by management on the efficiency and effectiveness of the Company's risk management framework and associated internal compliance and control procedures.

Corporate governance statement

PRINCIPLES AND RECOMMENDATIONS	COMPLY (YES/NO)	EXPLANATION
Principle 8: Remunerate fairly and responsibly		
Recommendation 8.1 The board of a listed entity should: (a) have a remuneration committee which: (i) has at least three members, a majority of whom are independent directors; and (ii) is chaired by an independent director, and disclose: (iii) the charter of the committee; (iv) the members of the committee; and (v) as at the end of each reporting period, the number of times the committee met throughout the period and the individual attendances of the members at those meetings; or (b) if it does not have a remuneration committee, disclose that fact and the processes it employs for setting the level and composition of remuneration for directors and senior executives and ensuring that such remuneration is appropriate and not excessive.	YES	Due to the size and nature of the existing board and the magnitude of the Company's operations the Company currently has no Remuneration Committee. Pursuant to clause 4(h) of the Company's Board Charter, the full Board currently carries out the duties that would ordinarily be assigned to the Remuneration Committee under the written terms of reference for that committee. The role and responsibilities of the Remuneration Committee are outlined in Schedule 4 of the Company's Corporate Governance Plan available online on the Company's website. The Board devote time at annual board meetings to fulfilling the roles and responsibilities associated with setting the level and composition of remuneration for Directors and senior executives and ensuring that such remuneration is appropriate and not excessive.
Recommendation 8.2 A listed entity should separately disclose its policies and practices regarding the remuneration of non-executive directors and the remuneration of executive directors and other senior executives and ensure that the different roles and responsibilities of non-executive directors compared to executive directors and other senior executives are reflected in the level and composition of their remuneration.	YES	The Company's Corporate Governance Plan requires the Board to disclose its policies and practices regarding the remuneration of non-executive, executive and other senior directors.
Recommendation 8.3 A listed entity which has an equity-based remuneration scheme should: (a) have a policy on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme; and (b) disclose that policy or a summary of it.	YES	(a) Company's Corporate Governance Plan states that the Board is required to review, manage and disclose the policy (if any) on whether participants are permitted to enter into transactions (whether through the use of derivatives or otherwise) which limit the economic risk of participating in the scheme. The Board must review and approve any equity based plans. (b) A copy of the Company's Corporate Governance Plan is available on the Company's website.

Additional information for listed public companies

The following additional information is required by the Australian Securities Exchange in respect of listed public companies.

1. Capital

a. Ordinary Share Capital

171,979,189 ordinary fully paid shares held by 726 shareholders.

b. Unlisted Options over Unissued Shares

The Company has 42,447,500 options on issue in accordance with section 7.1 of the Directors' Report.

c. Voting Rights

The voting rights attached to each class of equity security are as follows:

- **Ordinary shares**: Each ordinary share is entitled to one vote when a poll is called, otherwise each member present at a meeting or by proxy has one vote on a show of hands.
- **Unlisted Options**: Options do not entitle the holders to vote in respect of that option, nor participate in dividends, when declared, until such time as the options are exercised and subsequently registered as ordinary shares.

d. Substantial Shareholders as at 21 September 2015.

Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
Mr Shashi Fernando	20,246,379	28.13
Mr Nicholas James Johnston	5,000,000	6.95

e. Distribution of Shareholders as at 18 September 2014.

Category (size of holding)	Total Holders	Number Ordinary	% Held of Issued Ordinary Capital
1 – 1,000	182	68,471	0.10
1,001 – 5,000	148	402,081	0.56
5,001 – 10,000	77	635,765	0.88
10,001 – 100,000	257	10,430,071	14.49
100,001 – and over	67	60,442,801	83.97
	731	71,979,189	100.00

f. Unmarketable Parcels as at 21 September 2015.

As at 21 September 2015 there were 293 fully paid ordinary shareholders holding less than a marketable parcel and 3,704 holding less than an economic parcel of shares.

g. On-Market Buy-Back

There is no current on-market buy-back.

h. Restricted Securities

The Company has 25,408,526 fully paid ordinary shares escrowed for 24 months from requotation (20 February 2015).

Additional information for listed public companies

i. 20 Largest Shareholders — Ordinary Shares as at as at 21 September 2015.

Rank	Name	Number of Ordinary Fully Paid Shares Held	% Held of Issued Ordinary Capital
1.	Mr Shashi Fernando	20,246,379	28.13
2.	Mr Nicholas James Johnston	5,000,000	6.95
3.	MC Management Group Pty Ltd <The MC Master A/C>	3,335,300	4.63
4.	HSBC Custody Nominees (Australia) Limited	2,713,750	3.77
5.	Centre Forward Pty Ltd <Top Corner A/C>	2,251,017	3.13
6.	Mr Nicholas James Johnston	2,250,000	3.13
7.	Citicorp Nominees Pty Limited	2,015,000	2.80
8.	Mr Lawrence Fletcher	1,724,372	2.40
9.	ABN Amro Clearing Sydney Nominees Pty Ltd <Custodian A/C>	1,505,001	2.09
10.	Viva Fever Investments Pty Ltd	1,250,000	1.74
11.	Mr Stephane Oury	1,138,523	1.58
12.	J P Morgan Nominees Australia Limited	1,090,475	1.51
13.	Silva Pty Ltd	830,000	1.15
14.	Mr Charles Butter	787,500	1.09
15.	Delta Hotel Pty Ltd	776,568	1.08
16.	Mr Eric McLean	665,000	0.92
17.	Pinewood Asset Pty Ltd <The Fraser Family A/C>	625,000	0.87
18.	Turnquest Investments Limited	542,500	0.75
19.	Dejul Trading Pty Ltd <Eddington Trading A/C>	541,278	0.75
20.	Mr Gareth Rhys Lewis	475,000	0.66
	TOTAL	49,762,663	69.13

2. The name of the Company Secretary is Jay Stephenson

3. PRINCIPAL REGISTERED OFFICE

As disclosed in Note 2 Company details on page 41 of this Annual Report.

4. REGISTERS OF SECURITIES

As disclosed in the Corporate Directory on page i of this Annual Report.

5. STOCK EXCHANGE LISTING

Quotation has been granted for all the ordinary shares of the Company on all Member Exchanges of the Australian Securities Exchange Limited, As disclosed in the Corporate Directory on page i of this Annual Report.

6. USE OF FUNDS

The Company has used its funds in accordance with its initial business objectives.

YONDER & BEYOND